Gafisa S.A.
Form 424B2
March 25, 2010
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Filed Pursuant to Rule 424(b)(2)

Registration No. 333-159803

CALCULATION OF REGISTRATION FEE

Title of each class of securities to be registered	Maximum aggregate offering price	Amount of registration fee
Common shares, without par value (1) (2)	U.S.$310,900,000	U.S.$22,167.17 (3)

(1) Includes common shares to be offered and sold in the United States (including common shares that may be sold pursuant to the international underwriters over-allotment option) and common shares that are being offered in Brazil and elsewhere other than the United States but which may be resold in the United States in transactions requiring registration under the Securities Act of 1933. Offers and sales of common shares outside the United States are being made pursuant to Regulation S under the Securities Act and are not covered by this Registration Statement. A portion of the common shares will be represented by American Depositary Shares (ADSs). Each ADS represents two common shares.

(2) A separate Registration Statement on Form F-6 (File No. 333-158314) was filed and declared effective on March 31, 2009. The Registration Statement on Form F-6 relates to the registration of the ADSs.

(3) The filing fee of U.S.$22,167.17 is calculated in accordance with Rule 457(r) of the Securities Act.

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Prospectus Supplement

(To Prospectus dated June 5, 2009)

74,000,000 Common Shares

Including 28,105,580 Common Shares in the Form of American Depositary Shares

We are selling our common shares in a global offering, which consists of an international offering in the United States and other countries outside Brazil and a concurrent offering in Brazil. We are offering 74,000,000 common shares in the global offering, which are being offered directly or in the form of American Depositary Shares, or ADSs, each of which represents two common shares. The closings of the international and Brazilian offerings are conditioned upon each other.

Our ADSs are listed on the New York Stock Exchange, or NYSE, under the symbol GFA. The closing price of the ADSs on the NYSE on March 22, 2010 was U.S.$14.52 per ADS, which is equivalent to approximately R$13.09 per common share based upon the selling rate reported by the Central Bank of Brazil of R$1.8030 to U.S.$1.00 on that date. Our common shares are listed on the São Paulo Stock Exchange (*BM&F Bovespa SA Bolsa de Valores Mercadorias e Futuros*), or the BM&FBOVESPA, under the symbol GFSA3.

	Per ADS	Per share	Total
Public offering price	U.S.$14.0347	R$12.5000	U.S.$519,283,669.23
Underwriting discounts and commissions	U.S.$0.4607	R$0.4103	U.S.$17,046,249.70
Proceeds to us	U.S.$13.5740	R$12.0897	U.S.$502,237,419.53

J.P. Morgan Securities Inc. has an option to purchase, upon notification to the other international underwriters, up to 11,100,000 additional common shares in the form of ADSs from us, minus the number of common shares sold pursuant to the Brazilian underwriters over-allotment option referred to below, to cover over-allotments of ADSs, if any. Banco J.P. Morgan S.A. has an option to purchase, upon notification to the other Brazilian underwriters and UBS Securities LLC, up to 11,100,000 additional common shares from us, minus the number of common shares in the form of ADSs sold by us, pursuant to the over-allotment option granted to J.P. Morgan Securities Inc. to cover over-allotments of common shares in the form of ADSs, if any.

Investing in our common shares and ADSs involves risks. See Risk Factors beginning on page S-16 of this prospectus supplement.

Delivery of our common shares will be made in Brazil through the book-entry facilities of the Central Depositary BM&FBOVESPA (*Central Depositária BM&FBOVESPA*) on or about March 29, 2010. Delivery of the ADSs will be made through the book-entry facilities of The Depository Trust Company, or DTC, on or about March 29, 2010.

Neither the U.S. Securities and Exchange Commission nor any other regulatory body has approved or disapproved of these securities or determined if this prospectus supplement is truthful or complete. Any representation to the contrary is a criminal offense.

Itaú BBA J.P. Morgan Banco Votorantim UBS Investment Bank

March 23, 2010

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You should rely only on the information incorporated by reference or provided in this prospectus supplement and in the accompanying prospectus. We have not authorized anyone else to provide you with different information. This prospectus supplement is an offer to sell or to buy only the securities referred to herein, but only under circumstances and in jurisdictions where it is lawful to do so. You should not assume that the information in this prospectus supplement or in the accompanying prospectus is accurate as of any date other than the date on the front of those documents.

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Prospectus Supplement

Prospectus

Banco Votorantim S.A., Nassau Branch is not a broker-dealer registered with the U.S. Securities and Exchange Commission and therefore may not make sales of any of our ADSs or common shares in the United States or to U.S. persons. Banco Votorantim S.A., Nassau Branch has agreed that it does not intend to and will not offer or sell any of our ADSs or common shares in the United States or to U.S. persons in connection with this offering.

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ABOUT THIS PROSPECTUS SUPPLEMENT

This prospectus supplement and the accompanying prospectus are being used in connection with the offering of common shares, including common shares in the form of ADSs, in the United States and other countries outside Brazil. We are also offering common shares in Brazil by means of a prospectus in the Portuguese language. The Brazilian prospectus, which has been filed with the National Association of Financial and Capital Markets Entities (*Associação Brasileira das Entidades dos Mercados Financeiro e de Capital*), or ANBIMA, and the Brazilian Securities Commission (*Comissão de Valores Mobiliários*), or the CVM, is in a format different from that of this prospectus supplement and the accompanying prospectus, and contains information not generally included in documents such as this prospectus supplement and the accompanying prospectus. This offering of common shares, including common shares in the form of ADSs, is made in the United States and elsewhere outside Brazil solely on the basis of the information contained in this prospectus supplement and the accompanying prospectus.

Any investors outside Brazil purchasing common shares must be authorized to invest in Brazilian securities under the requirements established by Brazilian law, especially by the Brazilian National Monetary Council (*Conselho Monetário Nacional*), or the CMN, the CVM and the Central Bank of Brazil, or the Central Bank, complying with the requirements set forth in Instruction No. 325, dated January 27, 2000, of the CVM, as amended, and Resolution No. 2,689, dated January 22, 2000, as amended, of the CMN. No offer or sale of ADSs may be made to the public in Brazil except in circumstances that do not constitute a public offer or distribution under Brazilian laws and regulations. Any offer or sale of ADSs in Brazil to non-Brazilian residents may be made only under circumstances that do not constitute a public offer or distribution under Brazilian laws and regulations.

To the extent there is a conflict between the information contained in this prospectus supplement and the accompanying prospectus or any document incorporated by reference, you should rely on the information in this prospectus supplement, provided that if any statement in one of these documents is inconsistent with a statement in another document having a later date for example, a document incorporated by reference in this prospectus supplement the statement in the document having the later date modifies or supersedes the earlier statement.

All references herein to the *real*, *reais* or R$ are to the Brazilian real, the official currency of Brazil, and all references to U.S. dollar, U.S. dollars or U.S.$ are to U.S. dollars, the official currency of the United States. References to Brazilian GAAP are to accounting practices adopted in Brazil and references to U.S. GAAP are to accounting principles generally accepted in the United States. All references to American Depositary Shares or ADSs are to Gafisa s American Depositary Shares, each representing two common shares. All references to Gafisa, we, us, our company and the company are to Gafisa S.A. and its consolidated subsidiaries (unless the context otherwise requires). In addition, the term Brazil refers to the Federative Republic of Brazil, and the phrase Brazilian government refers to the federal government of Brazil.

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INCORPORATION OF CERTAIN DOCUMENTS BY REFERENCE

The U.S. Securities and Exchange Commission, or the SEC, allows us to incorporate by reference information into this prospectus supplement and the accompanying prospectus. This means that we can disclose important information to you by referring you to another document filed separately with the SEC. The information incorporated by reference is considered to be a part of this prospectus supplement and the accompanying prospectus, except for any information superseded by information that is included directly in this document or incorporated by reference subsequent to the date of this document.

We incorporate by reference into this prospectus supplement and the accompanying prospectus our Annual Report on Form 20-F for the fiscal year ended December 31, 2009 filed on March 10, 2010 and any amendments thereto.

All subsequent reports that we file on Form 20-F under the Securities Exchange Act of 1934, or the Exchange Act, after the date of this prospectus supplement and prior to the termination of the offering shall also be deemed to be incorporated by reference into this prospectus supplement and the accompanying prospectus and to be a part hereof from the date of filing such documents. We may also incorporate by reference any Form 6-K that we submit to the SEC after the date of this prospectus supplement and prior to the termination of this offering by identifying in such Form 6-K that it is being incorporated by reference into this prospectus supplement and the accompanying prospectus.

We will provide without charge to each person to whom this prospectus supplement and the accompanying prospectus have been delivered, upon the written or oral request of any such person to us, a copy of any or all of the documents referred to above that have been or may be incorporated into this prospectus supplement and the accompanying prospectus by reference, including exhibits to such documents. Requests for such copies should be directed to:

Gafisa S.A.

Av. Nações Unidas No. 8,501, 19th Floor

05425-070 São Paulo, SP Brazil

phone: + 55 (11) 3025-9000

fax: + 55 (11) 3025-9348

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PRESENTATION OF FINANCIAL AND OTHER INFORMATION

Financial Information

We maintain our books and records in *reais.* We prepare our financial statements in accordance with Brazilian GAAP, which are based on:

- Brazilian Law No. 6,404/76, as amended by Brazilian Law No. 9,457/97, Brazilian Law No. 10,303/01 and Brazilian Law No. 11,638/07, which we refer to hereinafter as Brazilian corporate law;
- the rules and regulations of the Brazilian Securities Commission (*Comissão de Valores Mobiliários*), or the CVM; and
- the accounting standards issued by the Brazilian Institute of Independent Accountants (*Instituto dos Auditores Independentes do Brasil*), or the IBRACON, the Brazilian Federal Accounting Council (*Conselho Federal de Contabilidade*), or the CFC and the Accounting Standards Committee (*Comitê de Pronunciamentos Contábeis*), or the CPC.

The Brazilian Central Bank and the CVM set 2010 as the deadline for adoption of International Financial Reporting Standards, or IFRS, for the consolidated financial statements of financial institutions and publicly-held companies. On December 28, 2007, Law No. 11,638/07 was enacted, amending the Brazilian corporate law regarding the accounting practices adopted in Brazil. When we present our financial statements under IFRS to comply with this requirement and as Brazilian GAAP migrates towards IFRS, percentage-of-completion accounting will not be acceptable. As a result, our financial statements under IFRS may be materially different from those actually presented under Brazilian GAAP.

Brazilian GAAP differs in significant respects from U.S. GAAP. The notes to our financial statements incorporated by reference into this prospectus supplement contain a reconciliation of shareholders equity and net income from Brazilian GAAP to U.S. GAAP. Unless otherwise indicated, all financial information of our company included in this prospectus supplement is derived from our Brazilian GAAP financial statements.

Our consolidated financial statements reflect income statement and balance sheet information for all of our subsidiaries, and also separately disclose the interest of noncontrolling shareholders. With respect to our jointly-controlled entities, in accordance with the shareholders agreements, under Brazilian GAAP we consolidate income statement and balance sheet information relating to those entities in proportion to the equity interest we hold in the capital of such investees.

Market Information

Certain industry, demographic, market and competitive data, including market forecasts, used in this prospectus supplement were obtained from internal surveys, market research, publicly available information and industry publications. We have made these statements on the basis of information from third-party sources that we believe are reliable, such as the Brazilian Property Studies Company (*Empresa Brasileira de Estudos de Patrimônio*), or the EMBRAESP, the Association of Managers of Real Estate Companies (*Associação de Dirigentes de Empresas do Mercado Imobiliário*), or the ADEMI, the Brazilian Association of Real Estate Credit and Savings Entities (*Associação Brasileira das Entidades de Crédito Imobiliário e Poupança*), or the ABECIP, the Real Estate Companies Union (*Sindicato das Empresas de Compra, Venda, Locação e Adminsitração de Imóveis Residenciais e Comerciais*), or the SECOVI, the Brazilian Institute of Geography and Statistics (*Instituto Brasileiro de Geografia e Estatística*), or the IBGE and the Brazilian Central Bank (*Banco Central do Brasil*), or the Central Bank, among others. Industry and government publications, including those referenced here, generally state that the information presented therein has been obtained from sources believed to be reliable, but that the accuracy and completeness of such information is not guaranteed. Although we have no reason to believe that any of this information or these reports are inaccurate in any material respect, such information has not been independently verified by us. Accordingly, we do not make any representation as to the accuracy of such information.

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Rounding and Other Information

Some percentages and certain figures included in this prospectus supplement have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables in this prospectus supplement may not be an arithmetic aggregation of the figures that precede them.

In addition, we present information in square meters in this prospectus supplement. One square meter is equal to approximately 10.76 square feet.

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SUMMARY

This summary highlights selected information about us and the common shares and ADSs that we are offering. It may not contain all of the information that may be important to you. Before investing in the common shares and ADSs, you should read this entire prospectus supplement, the accompanying prospectus and the documents incorporated by reference carefully for a more complete understanding of our business and this offering, including our consolidated financial statements and the related notes incorporated by reference into this prospectus supplement, and the sections entitled Risk Factors included elsewhere or incorporated by reference in this prospectus.

Overview

We believe we are one of Brazil s leading homebuilders, developing real estate units across Brazil and focusing on high quality residential projects for all income segments. Over several decades, we have been recognized as one of the principal homebuilders in Brazil, having completed more than 985 developments and constructed over 11 million square meters under our Gafisa brand; completed more than 500 developments under our Tenda brand; and completed more than 40 developments and constructed over 3.4 million square meters under our Alphaville brand.

We are one of Brazil s most geographically-diversified homebuilders, operating in more than 120 cities across 21 of the 26 states and in the Federal District. We are an integrated company, operating through the following brands, each of which target a wide range of customers:

- Gafisa: Focus on residential development within the middle, middle-high and high income segment in 44 cities across 18 states, with unit prices exceeding R$200 thousand.

- Tenda: Focus on affordable residential developments, with unit prices between R$50 thousand and R$200 thousand, with 41 store fronts organized through 8 regional offices, with projects developed in 86 cities across 13 states.

- Alphaville: Focus on the sale of residential lots, with unit prices between R$70 thousand and R$500 thousand, and with a presence in 32 cities across 16 states and in the Federal District.

Through our subsidiary Gafisa Vendas Intermediação Imobiliária Ltda., we carry out sales of some of our projects, establishing a strategic channel with our clients and reducing our dependence on external sales companies.

We believe Gafisa , Tenda and Alphaville are three of the best-known brands in the Brazilian market, enjoying a reputation among potential homebuyers, brokers, lenders, landowners and competitors for high quality, consistency and professionalism.

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The table below represents a summary of some of our financial and operating information of the periods indicated:

	Year ended December 31,		
Operating highlights % Gafisa	**2009**	**2008**	**2007**
Launches (R$ million)	2,301	4,196	2,236
Number of units launched	10,795	30,016	10,315
Pre-sales (R$ million)	3,248	2,578	1,627
Units sold	22,012	17,114	6,120
Land Bank Gafisa			
Potential sales (R$ million)	7,576	7,685	5,730
Potential units	18,725	19,050	16,995
Land Bank Tenda			
Potential sales (R$ million)	4,285	6,324	
Potential units	47,703	67,578	
Land Bank Alphaville			
Potential sales (R$ million)	3,962	3,032	2,930
Potential units	24,094	16,432	20,536
Total			
Future sales (R$ million) (1)	15,823	17,844	10,196
Potential units	90,521	115,223	56,913
Financial highlights (R$ thousand)			
Net operating revenue	3,022,346	1,740,404	1,204,287
EBITDA (2)	423,944	164,107	132,080
EBITDA margin (2)	14.0%	9.4%	11.0%
Net income	213,540	109,921	91,640
Gross margin	29.1%	30.2%	27.9%

(1) Calculated in proportion to our participation in the projects.

(2) For a definition of EBITDA and EBITDA margin and a reconciliation of our net income to EBITDA, see footnotes 6 and 7 to the table Summary Financial and Operating Data.

Our Competitive Strengths

We believe the following competitive strengths will allow us to maintain our leading position in the real estate development business:

Leading Position In All Income Segments. We believe we are one of the most diversified homebuilders in Brazil in terms of product offerings. We offer residential buildings, land subdivisions, affordable entry-level developments and commercial buildings to a lesser extent, which allow us to identify and undertake a broader range of projects that offer the most attractive returns. We offer products for the affordable housing segment with a unit price between R$50 thousand and R$200 thousand, and products for the middle, middle-high and high income segments with a unit price starting at R$200 thousand. We believe we have the expertise and know-how necessary to serve the demands of each sector.

National Footprint with Presence in High Growth Regions. We are one of Brazil s most geographically diversified homebuilders, with developments in more than 120 cities across 21 of the 26 states and in the Federal District. Currently, our largest presence is in the states of São Paulo and Rio de Janeiro and we are expanding to high growth markets, such as the North and Northeast regions. For our Tenda brand, we maintain a decentralized structure through eight regional offices and 41 stores across the principal metropolitan areas of the country. We

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also use partnerships that allow us to penetrate new markets rapidly and efficiently. We believe that the growth potential in the Brazilian real estate market and the favorable macroeconomic and demographic trends will help us with our continued expansion and the consolidation of our position in the market.

Strong Brand Recognition. We believe Gafisa , Tenda and Alphaville, each of which hold leading positions in their respective segments, are three of the best-known brands in the Brazilian real estate development industry, enjoying a solid reputation among potential homebuyers, brokers, lenders, landowners and competitors. We believe we are widely recognized in the markets in which we operate for our consistency, on-time delivery, customer satisfaction and innovative products. We believe that our long-standing reputation for superior quality and service allows us to increase sales velocity, ensures access to strategic land, permits premium pricing and results in repeat and referral sales.

Strategic Land Bank in Premium Locations. Our investment expertise, development capability, and extensive industry relationships in each of our markets, along with our growing reputation nationwide have allowed us to develop a strategically-located land bank. As of December 31, 2009, approximately 50% of the land was acquired through swaps, where we exchanged units in our future developments for land or for participation in the proceeds of our future developments, minimizing required capital investments. Our current land bank represents approximately R$15.8 billion of potential sales value (calculated by multiplying the number of units sold in a development by the unit sales price). Of that amount, R$7.6 billion is attributed to Gafisa, R$4.3 billon to Tenda and R$4.0 billion to Alphaville, totaling 90,522 units (18,725 Gafisa units, 47,703 Tenda units and 24,094 Alphaville units). We believe our land bank consists of prime locations in all of the markets we operate, which are ideally located across diverse settings and difficult to replicate by competitors.

Differentiated Management Model. Our management model is based on strong corporate governance and an experienced and specialized management team. In addition, we have a corporate culture focused on the maximization of results.

> *Corporate Governance.* We have adopted the best corporate governance practices and established Investment, Finance, Auditing, Nomination and Corporate Governance, Ethics and Compensation Committees in accordance with the requirements applicable to domestic companies listed on the NYSE. We comply with the corporate governance norms of the *Novo Mercado* segment of the São Paulo Stock Exchange, and we are the only Brazilian company in the real estate sector whose internal controls are compliant with Rule 404 of the Sarbanes-Oxley Act.

> *Strong Management Team and Professionals*. We have a professional and committed senior management team consisting of five executive officers with strong experience in the Brazilian real estate industry, and three of them were first employed by us as interns. In addition, we believe we have a strong ability to attract, train and retain the best professionals. We currently have approximately 300 active engineers and 500 in training to support our future growth.

> *Specialized Team Focused on Each of our Segments.* We have teams focused on each business segment and our professionals have decades of experience and success in their respective segments providing them with the differentiated knowledge necessary to respond to the demands of clients in their segments.

Our Strategy

We intend to implement the following strategies by building on our competitive strengths:

Capitalize on Growth Potential. We believe that the high rates of population growth, the formation of new families, the lower interest rates in Brazil, the Brazilian federal government s initiatives and increase in the availability of affordable home financing present a unique opportunity to expand our real estate development

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business across major metropolitan areas and other regions. Through our different brands, we have the flexibility to develop high quality residential developments for all income segments in several regions. We believe that our expertise in the Brazilian residential markets, our well recognized brands, our growing national footprint and our scalable organizational structure will allow us to capitalize on significant growth in the sector.

Maintain a Strong Land Bank. We intend to maintain a land bank allowing us to capture our total growth potential. We believe keeping differentiated, strategically located lands permits us to accelerate the launch rate of new developments. Swaps, where we exchange land for units or a percentage of revenues of our future developments, will continue to be our preferred method for land acquisition. However, we will continue to purchase land in prime locations with cash.

Maintain Efficient Capital Structure. We manage our capital structure to maximize our returns and we have a strict risk control mechanism. We will continue to use our leverage capacity to support our growth and use the best alternatives to fund our operations, taking into consideration the operational cycle of each business segment.

Capitalize on the Growth through Acquisitions and Partnerships. We believe the Brazilian real estate market is highly fragmented and it is going through a period of consolidation. We believe our experience, our partnerships and our expertise will allow us to take advantage of the industry consolidation potential and expand our operations through acquisitions and partnerships.

Risks Related to Our Business

Prospective investors should carefully consider the matters described under Risk Factors and the risks set forth in our annual report on Form 20-F for the fiscal year ended December 31, 2009, including that our business and results of operations are related to and may be adversely affected by weakness in general economic, real estate and other conditions; problems with the construction and timely completion, as well as third party projects for which we have been hired as a contractor, may damage our reputation, expose us to civil liability and decrease our profitability; our inability to acquire adequate capital to finance our projects could delay the launch of new projects; changing market conditions may adversely affect our ability to sell our home inventories at expected prices; scarcity of financing and/or increased interest rates, may decrease the demand for real estate properties; we are subject to risks normally associated with permitting our purchasers to make payments in installments; if there are higher than anticipated defaults or if our costs of providing that financing increase, then our profitability could be adversely affected; we or the SPEs in which we participate may fail to comply with or become subject to more onerous government regulations; we may experience difficulties in finding desirable land tracts and increases in the price of raw materials may increase our cost of sales and reduce our earnings. One or more of these matters could negatively impact our business and our ability to implement our business strategy successfully.

Our principal executive offices are located at Av. Nações Unidas No. 8501, 19th floor, 05425-070, São Paulo, SP, Brazil, and our general telephone number is +55 11 3025-9000. Our website is www.gafisa.com.br. Information contained on, or accessible through, our website is not incorporated by reference in, and shall not be considered part of, this prospectus supplement.

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THE OFFERING

Issuer	Gafisa S.A.
Global offering	We are offering 74,000,000 common shares, including in the form of ADSs. The global offering consists of the international offering and the concurrent Brazilian offering.
International offering	We are offering common shares, including in the form of ADSs representing two common shares, through the international underwriters in the United States and other countries outside Brazil. International underwriters will act as placement agent for the Brazilian underwriters with respect to any common shares sold and placed outside Brazil. Banco Votorantim S.A., Nassau Branch is not a broker-dealer registered with the U.S. Securities and Exchange Commission and therefore may not make sales of any of our ADSs or common shares in the United States or to U.S. persons. Banco Votorantim S.A., Nassau Branch has agreed that it does not intend to and will not offer or sell any of our ADSs or common shares in the United States or to U.S. persons in connection with this offering.
Brazilian offering	Concurrently with the international offering, we are offering common shares through Brazilian underwriters in Brazil to Brazilian investors. The common shares purchased by any investor outside Brazil will be cleared and settled in Brazil and paid for in *reais*, and the offering of these common shares is being underwritten by the Brazilian underwriters named elsewhere in this prospectus supplement. Any investor outside Brazil purchasing common shares must be authorized to invest in Brazilian securities under the requirements established by the CMN and the CVM.
ADSs	Each ADS represents two common shares. ADSs may be evidenced by American depositary receipts, or ADRs. The ADSs will be issued under a deposit agreement among us, Citibank, N.A. as depositary, and the holders and beneficial owners from time to time of ADSs issued thereunder.
Offering price	U.S.$14.0347 per ADS.
Over-allotment options	J.P. Morgan Securities Inc. has an option to purchase, upon notification to the other international underwriters, up to 11,100,000 additional common shares in the form of ADSs from us, minus the number of common shares sold pursuant to the Brazilian underwriters over-allotment option referred to below, to cover over-allotments of ADSs, if any. Banco J.P. Morgan S.A. has an option to purchase, upon notification to the other Brazilian underwriters and UBS Securities LLC, up to 11,100,000 additional common shares from us, minus the number of common shares in the form of ADSs

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	sold by us, pursuant to the over-allotment option granted to J.P. Morgan Securities Inc. to cover over-allotments of common shares in the form of ADSs, if any.
Use of proceeds	The net proceeds to us from the global offering (after deducting transaction expenses) will be approximately R$891.4 million (U.S.$500.4 million). We intend to use the net proceeds from this offering and the Brazilian offering to acquire new land and for strategic joint ventures and acquisitions, working capital and new developments. See Use of Proceeds.
Share capital before and after global offering	Our share capital consists of 334,154,274 common shares as of the date of this prospectus supplement (including 599,486 treasury shares). Immediately after the global offering, we will have 408,154,274 common shares outstanding, assuming no exercise of the underwriters over-allotment options.
Voting rights	Holders of our common shares are entitled to one vote per common share in all shareholders meetings. See Description of Capital Stock Rights of Common Shares in the accompanying prospectus.

Holders of ADSs are entitled to instruct the depositary how to vote underlying common shares, subject to the terms of the applicable deposit agreement. See Description of American Depositary Receipts Voting Rights in the accompanying prospectus.

Dividends	The Brazilian corporation law and our bylaws require us to distribute at least 25% of our annual adjusted net income, as calculated under Brazilian GAAP and the Brazilian corporation law (which differs significantly from net income as calculated under U.S. GAAP), unless the payment of dividends is suspended by our board of directors, having concluded that such distribution would be incompatible with our financial condition.

Holders of the ADSs will be entitled to receive dividends and any interest on shareholders equity to the same extent as the owners of our common shares, subject to the deduction of the fees of the depositary and any applicable withholding taxes and the costs of foreign exchange conversion. See Description of Capital Stock in the accompanying prospectus

Listing	Our ADSs are listed on the New York Stock Exchange, or NYSE, under the symbol GFA. Our common shares are listed on the BM&FBOVESPA under the symbol GFSA3.
ADR Depositary	Citibank, N.A.
Risk factors	See Risk Factors and the other information included and incorporated by reference in this prospectus supplement for a discussion of factors you should consider before deciding to invest in the ADSs or common shares.

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Timetable for the global offering:

Commencement of marketing of the global offering	March 11, 2010
Announcement of offer price	March 23, 2010
Settlement and delivery of ADSs and common shares	March 29, 2010

Unless otherwise indicated, all information contained in this prospectus supplement assumes no exercise of the option granted to J.P. Morgan Securities Inc. to purchase, upon notification to the other international underwriters, up to 11,100,000 additional common shares in the form of ADSs from us and the option of Banco J.P. Morgan S.A. to purchase, upon notification to the other Brazilian underwriters and UBS Securities LLC, up to 11,100,000 additional common shares from us to cover over-allotments, if any, in the Brazilian offering minus the number of common shares in the form of ADSs sold by us, pursuant to the over-allotment option granted to J.P. Morgan Securities Inc. to cover over-allotments, if any, in the international offering.

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SUMMARY FINANCIAL AND OPERATING DATA

The following selected financial data have been derived from our consolidated financial statements. The selected financial data as of and for the years ended December 31, 2009, 2008 and 2007 have been derived from our audited consolidated financial statements incorporated by reference in this prospectus supplement.

Our financial statements are prepared in accordance with Brazilian GAAP, which differs in significant respects from U.S. GAAP. For a discussion of the significant differences relating to these consolidated financial statements and a reconciliation of net income and shareholders equity from Brazilian GAAP to U.S. GAAP, see notes to our audited consolidated financial statements incorporated by reference in this prospectus supplement.

This financial information should be read in conjunction with our audited consolidated financial statements and the related notes incorporated by reference in this prospectus supplement.

Solely for the convenience of the reader, certain amounts included in the tables below and elsewhere in this prospectus supplement have been converted from *reais* into U.S. dollars using the exchange rate as reported by the Central Bank as of December 31, 2009 of R$1.7412 to U.S.$1.00. These translations should not be considered representations that any such amounts have been, could have been or could be converted into U.S. dollars at that or at any other exchange rate as of that or any other date. In addition, translations should not be construed as representations that the *real* amounts represent or have been or could be converted into U.S. dollars as of that or any other date.

	As of and for the year ended December 31,			
	2009(1)	2009	2008	2007
	(in thousands except per share, per ADS and operating data)(3)			
Consolidated Income statement data:				
Brazilian GAAP:				
Gross operating revenue	U.S.$ 1,806,157	R$ 3,144,880	R$ 1,805,468	R$ 1,251,894
Net operating revenue	1,735,783	3,022,346	1,740,404	1,204,287
Operating costs	(1,231,198)	(2,143,762)	(1,214,401)	(867,996)
Gross profit	504,585	878,584	526,003	336,291
Operating expenses, net	(239,725)	(417,410)	(357,798)	(236,861)
Financial income (expenses), net	(46,421)	(80,828)	41,846	28,628
Income before taxes on income, and minority interest	218,439	380,346	210,051	128,058
Taxes on income	(54,793)	(95,406)	(43,397)	(30,372)
Minority interest	(41,006)	(71,400)	(56,733)	(6,046)
Net income	122,640	213,540	109,921	91,640
Share and ADS data (2):				
Earnings per share R$ per share	0.7354	1.2804	0.8458	0.7079
Number of common shares outstanding as at end of period	166,777,934	166,777,934	129,962,546	129,452,121
Earnings per ADS R$ per ADS (3)	1.4107	2.5608	1.6916	1.4158
U.S. GAAP:				
Net operating revenue	1,342,931	2,338,311	1,692,706	1,090,632
Operating costs	(949,259)	(1,652,850)	(1,198,256)	(865,756)
Gross profit	393,672	685,461	494,450	224,876
Operating expenses, net	(344,898)	(600,536)	(142,771)	(190,430)
Financial income (expenses), net	(48,026)	(83,622)	40,198	27,243
Income before income taxes, equity in results and noncontrolling interests	748	1,303	391,877	61,689
Taxes on income	(34,210)	(59,567)	(70,576)	(1,988)
Equity in results	36,677	63,862	26,257	8,499

Net income	3,215	5,598	347,558	68,200
Less: Net income (loss) attributable to non-controlling interests	(24,280)	(42,276)	(47,900)	(4,738)
Net income (loss) attributable to Gafisa	(21,065)	(36,678)	299,658	63,462

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	As of and for the year ended December 31,			
	2009(1)	2009	2008	2007
	(in thousands except per share, per ADS and operating data)(3)			
Per share and ADS data (2):				
Per common share data R$ per share (2):				
Earnings (loss) per share Basic (2)	U.S.$ (0.0789)	R$ (0.1373)	R$ 1.1555	R$ 0.2518
Earnings (loss) per share Diluted (2)	(0.0789)	(0.1373)	1.1512	0.2506
Weighted average number of shares outstanding in thousands (2)		267,174	259,341	252,063
Dividends declared and interest on shareholders equity	29,127	50,716	26,104	26,981
Per ADS data R$ per ADS (2):				
Earnings (loss) per ADS Basic (2) (3)	(0.1577)	(0.2746)	2.3109	0.5036
Earnings (loss) per ADS Diluted (2) (3)	(0.1577)	(0.2746)	2.3024	0.5013
Weighted average number of ADSs outstanding in thousands (2)		83,587	129,671	126,032
Dividends declared and interest on shareholders equity	29,127	50,716	26,104	26,981
Consolidated Balance sheet data:				
Brazilian GAAP:				
Cash, cash equivalents and financial investments	U.S.$ 817,857	R$ 1,424,053	R$ 605,502	R$ 517,420
Current and non-current properties for sale	1,004,168	1,748,457	2,028,976	1,022,279
Working capital (4)	1,649,349	2,871,846	2,448,305	1,315,406
Total assets	4,415,531	7,688,323	5,538,858	3,004,785
Total debt (5)	1,793,092	3,122,132	1,552,121	695,380
Total shareholders equity	1,335,650	2,325,634	1,612,419	1,498,728
U.S. GAAP:				
Cash and cash equivalents	774,410	1,348,403	510,504	512,185
Current and non-current properties for sale	1,270,436	2,212,083	2,208,124	1,140,280
Working capital (4)	1,415,608	2,464,856	2,510,382	1,295,176
Total assets	4,094,492	7,129,330	5,179,403	2,889,040
Total debt (5)	1,756,141	3,057,792	1,525,138	686,524
Total Gafisa shareholders equity	1,243,542	2,165,255	1,723,095	1,441,870
Noncontrolling interests	27,517	47,912	451,342	39,576
Total shareholders equity	1,271,058	2,213,167	2,174,437	1,481,446
Other financial data:				
EBITDA (6)	243,506	423,944	164,107	132,080
EBITDA margin (7)		14.0%	9.4%	11.0%
Consolidated Cash flow provided by (used in):				
Brazilian GAAP				
Operating activities	(388,636)	(676,693)	(812,512)	(451,929)
Investing activities	(8,871)	(15,446)	(78,300)	(149,290)
Financing activities	(884,650)	1,540,353	911,817	842,629
Operating data:				
Number of new developments		69	64	53
Potential sales value (8)	1,321,631	2,301,224	2,763,043	2,235,928
Number of units launched (9)		10,795	10,963	10,315
Launched usable area (m^2) (10)		1,415,110	1,838,000	1,927,821
Sold usable area (m^2) (10)		1,378,177	1,339,729	2,364,173
Units sold		22,012	11,803	6,120

(1) For the year ended December 31, 2009, translated using the selling exchange rate as reported by the Central Bank at December 31, 2009 for *reais* into US dollars of R$1.7412 to U.S.$1.00.

(2) On February 22, 2010, a stock split of our common shares was approved, giving effect to the split of one existing share into two newly issued shares, increasing the number of shares from 167,077,137 to 334,154,274. All U.S. GAAP information relating to the numbers of shares and ADSs have been adjusted retroactively to reflect the share split on February 22, 2010. All U.S. GAAP earnings per share and ADS amounts have been adjusted retroactively to reflect the share split on February 22, 2010. Brazilian GAAP earnings per share and ADS amounts have not been adjusted retrospectively to reflect the share split on February 22, 2010.

(3) Earnings per ADS is calculated based on each ADS representing two common shares.

(4) Working capital equals current assets less current liabilities.

(5) Total debt comprises loans, financings and short term and long term debentures. Amounts exclude loans from real estate development partners.

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(6) We define and calculate EBITDA as the sum of net income, net financial (income) expenses, income tax expense and depreciation and amortization. We use EBITDA as a supplemental measure of financial performance as well as of our ability to generate cash from operations. EBITDA is not a Brazilian GAAP or U.S. GAAP measurement, does not represent cash flows for the periods presented and should not be considered an alternative to net income as an indicator of liquidity. EBITDA does not have a standardized meaning and our definition of EBITDA may not be comparable to EBITDA as used by other companies. We understand that although EBITDA is frequently used by securities analysts, lenders and others in their evaluation of companies, EBITDA has limitations as an analytical tool, and you should not consider it in isolation, or as a substitute for analysis of our results as reported under Brazilian and U.S. GAAP. Some of these limitations are:

- EBITDA does not reflect our cash expenditures, or future requirements for capital expenditures or contractual commitments;
- EBITDA does not reflect changes in, or cash requirements for, our working capital needs;
- EBITDA does not reflect the significant interest expense, or the cash requirements necessary to service interest or principal payments, on our debts; and
- Although depreciation is a non-cash charge, the assets being depreciated will often have to be replaced in the future, and EBITDA does not reflect any cash requirements for such replacements.

The following table is a reconciliation of our net income to EBITDA:

	As of and for the year ended December 31,			
Brazilian GAAP	**2009(1)**	**2009**	**2008**	**2007**
		(in thousands)		
Net income	U.S.$ 122,654	R$ 213,540	R$ 109,921	R$91,640
Financial (income) expenses, net	46,426	80,828	(41,846)	(28,628)
Income tax expense	54,800	95,406	43,397	30,372
Depreciation and amortization	19,627	34,170	52,635	38,696
EBITDA	U.S.$ 243,507	R$ 423,944	R$ 164,107	R$132,080

(7) EBITDA margin means EBITDA divided by net operating revenues.

(8) Potential sales value is calculated by multiplying the number of units sold in a development by the unit sales price.

(9) The units delivered in exchange for land pursuant to swap agreements are not included.

(10) One square meter is equal to approximately 10.76 square feet.

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RISK FACTORS

This offering involves risks. You should carefully consider the risks described below and the other information contained in or incorporated by reference into this prospectus supplement and the accompanying prospectus before deciding to invest in our common shares or ADSs representing our common shares. Our business, operating results and financial condition could be adversely affected by any of the following risks and the risks set forth in our annual report on Form 20-F for the fiscal year ended December 31, 2009 and our other filings with the Securities and Exchange Commission, or the SEC, which are incorporated by reference into this prospectus supplement and set forth in the Incorporation of Certain Documents by Reference section herein. The risks and uncertainties described below are not the only ones facing our company. There may be additional risks that we presently do not know of or that we currently believe are immaterial which could also impair our business, financial condition, operating results or prospects. Any of the following risks, either alone or taken together, could materially and adversely, affect our business, financial condition, operating results or prospects. As a result, the market price of our securities could decline, and you could lose part or all of your investment.

Risks Relating to Our Common Shares and the ADSs

International economic and market conditions, especially in the United States, may adversely affect the market price of the ADSs.

The market for securities issued by Brazilian companies is influenced, to a varying degree, by international economic and market conditions generally. Because our ADSs are listed on the New York Stock Exchange, or the NYSE, adverse market conditions and economic and/or political crises, especially in the United States, such as the subprime mortgage lending crisis in 2007 and 2008 and the financial and credit crises in 2008, have at times resulted in significant negative impacts on the market price of our ADSs. Despite the fact that our clients, whether financed by us or by Brazilian banks through resources obtained in the local market, are not directly exposed to the mortgage lending crisis in the United States, there are still uncertainties as to whether such crisis may indirectly affect homebuilders worldwide. The uncertainties generated by the subprime crisis may affect the market prices of our ADSs and could also make it more difficult for us to access the capital markets and finance our operations in the future on acceptable terms or at all.

Developments and the perception of risks in other countries, especially emerging market countries, may adversely affect the market prices of our common shares and the ADSs.

The market for securities issued by Brazilian companies is influenced, to varying degrees, by economic and market conditions in other emerging market countries, especially other Latin American countries. Although economic conditions are different in each country, the reaction of investors to developments in one country may cause the capital markets in other countries to fluctuate. Developments or adverse economic conditions in other emerging market countries have at times resulted in significant outflows of funds from, and declines in the amount of foreign currency invested in, Brazil. For example, in 2001, after a prolonged recession, followed by political instability, Argentina announced that it would no longer continue to service its public debt. The economic crisis in Argentina negatively affected investors perceptions of Brazilian securities for several years. Economic or political crises in Latin America or other emerging markets may significantly affect perceptions of the risk inherent in investing in the region, including Brazil.

The Brazilian economy is also affected by international economic and general market conditions, especially economic and market conditions in the United States. Share prices on the São Paulo Stock Exchange (*BM&F Bovespa S.A. Bolsa de Valores Mercadorias e Futuros*), or the BM&FBOVESPA, for example, have historically been sensitive to fluctuations in U.S. interest rates as well as movements of the major U.S. stock indexes, particularly in the current worldwide economic downturn. Developments in other countries and securities markets could adversely affect the market prices of our common shares and the ADSs and could also make it more difficult for us to access the capital markets and finance our operations in the future on acceptable terms or at all.

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The relative volatility and the lack of liquidity of the Brazilian securities market may adversely affect you.

The Brazilian securities market is substantially smaller, less liquid, more concentrated and more volatile than major securities markets in the United States. This may limit your ability to sell our common shares and the common shares underlying your ADSs at the price and time at which you wish to do so. The BM&FBOVESPA, the only Brazilian stock exchange, had a market capitalization of approximately U.S.$1.3 trillion as of December 31, 2009 and an average daily trading volume of U.S.$2.7 billion for 2009. In comparison, the NYSE had a market capitalization of U.S.$18.9 trillion as of December 31, 2009 and an average daily trading volume of approximately U.S.$4.9 billion for 2009.

There is also a large concentration in the Brazilian securities market. The ten largest companies in terms of market capitalization represented 50.4% of the aggregate market capitalization of the BM&FBOVESPA as of December 31, 2009. The top ten stocks in terms of trading volume accounted for 45% of all shares traded on the BM&FBOVESPA in 2009. Gafisa s average daily trading volume on the BM&FBOVESPA and in the NYSE in 2009 were U.S.$21.5 million and U.S.$19.4 million, respectively.

Shares eligible for future sale may adversely affect the market value of our common shares and the ADSs.

Certain of our shareholders have the ability, subject to applicable Brazilian laws and regulations and applicable securities laws in the relevant jurisdictions, to sell our shares and the ADSs. We cannot predict what effect future sales of our shares or ADSs may have on the market price of our shares or the ADSs. Future sales of substantial amounts of such shares or the ADSs, or the perception that such sales could occur, could adversely affect the market prices of our shares or the ADSs.

The economic value of your investment in our company may be diluted.

We may need additional funds in the future, and as a result, we may issue additional common shares and/or convertible securities. Any additional funds obtained by such a capital increase may dilute your interest in our company. We are currently negotiating the structure for the acquisition of 20% of Alphaville s shares. This participation was valued at R$126.5 million and we intend to pay for it through the issuance of 9,797,792 shares. This transaction is subject to relevant corporate authorizations. In addition, we may acquire the remaining 20% of Alphaville s shares that we currently do not own through the issuance of new shares, which we intend to complete by 2012. As a result of these new issuances of shares, you may experience additional dilution of your investment in our company. See Item 4. Information on the Company A. History and Development of the Company in our annual report on Form 20-F for the fiscal year ended December 31, 2009 incorporated by reference herein.

Holders of our common shares or the ADSs may not receive any dividends or interest on shareholders equity.

According to our by-laws, we must generally pay our shareholders at least 25% of our annual net profit as dividends or interest on shareholders equity, as calculated and adjusted under the Brazilian corporate law method. This adjusted net profit may used to absorb losses or for the payment of statutory participation on profits to debenture holders, employees or members of our management, which would ultimately reduce the amount available to be paid as dividends or interest on shareholders equity. Additionally, the Brazilian corporate law allows a publicly traded company like ours to suspend the mandatory distribution of dividends in any particular year if our board of directors informs our shareholders that such distributions would be inadvisable in view of our financial condition or cash availability. For 2003, 2004 and 2005, we did not distribute dividends. In 2007, we distributed dividends in the total amount of R$11.0 million, or R$0.10 per share (without giving effect to the stock split of one existing share into two newly issued shares approved at our shareholders meeting held on February 22, 2010 and excluding shares held in treasury), for fiscal year 2006. In April 2008, our shareholders approved the distribution of dividends for the fiscal year 2007 in the amount of R$27.0 million, or R$0.21 per share (without giving effect to the stock split of one existing share into two newly issued shares approved at our

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shareholders meeting held on February 22, 2010 and excluding shares held in treasury), which were fully paid to our shareholders on April 29, 2008. On April 30, 2009, our shareholders approved the distribution of dividends for the fiscal year 2008 in the amount of R$26.1 million, or R$0.20 per share (without giving effect to the stock split of one existing share into two newly issued shares approved at our shareholders meeting held on February 22, 2010 and excluding shares held in treasury), which was fully paid to our shareholders on December 18, 2009. Based on the results of the fiscal year 2009, our management has recommended the distribution of a dividend in the amount of R$50.7 million, or R$0.15 per share (giving effect to the stock split of one existing share into two newly issued shares approved at our shareholders meeting held on February 22, 2010 and excluding shares held in treasury), which will be fully paid to our shareholders during the fiscal year 2010 upon board approval. See Item 8. Financial Information A. Consolidated Statements and Other Financial Information Dividend Policy in our annual report on Form 20-F for the fiscal year ended December 31, 2009 incorporated by reference herein.

Holders of ADSs may find it difficult to exercise voting rights at our shareholders meetings.

Holders of ADSs may exercise voting rights with respect to our common shares represented by ADSs only in accordance with the terms of the deposit agreement governing the ADSs. Holders of ADSs will face practical limitations in exercising their voting rights because of the additional steps involved in our communications with ADS holders. For example, we are required to publish a notice of our shareholders meetings in specified newspapers in Brazil. Holders of our common shares will be able to exercise their voting rights by attending a shareholders meeting in person or voting by proxy. By contrast, holders of ADSs will receive notice of a shareholders meeting from the ADR depositary following our notice to the depositary requesting the depositary to do so. To exercise their voting rights, holders of ADSs must instruct the ADR depositary on a timely basis. This voting process necessarily will take longer for holders of ADSs than for holders of our common shares. Common shares represented by ADSs for which no timely voting instructions are received by the ADR depositary from the holders of ADSs shall not be voted.

Holders of ADSs also may not receive the voting materials in time to instruct the depositary to vote the common shares underlying their ADSs. In addition, the depositary and its agents are not responsible for failing to carry out voting instructions of the holders of ADSs or for the manner of carrying out those voting instructions. Accordingly, holders of ADSs may not be able to exercise voting rights, and they will have little, if any, recourse if the common shares underlying their ADSs are not voted as requested.

No single shareholder or group of shareholders holds more than 50% of our capital stock, which may increase the opportunity for alliances between shareholders as well as conflicts between them.

No single shareholder or group of shareholders holds more than 50% of our capital stock. There is no guidance in Brazilian corporate law for publicly-held companies without an identified controlling shareholder. Due to the absence of a controlling shareholder, we may be subject to future alliances or agreements between our shareholders, which may result in the exercise of a controlling power over our company by them. In the event a controlling group is formed and decides to exercise its controlling power over our company, we may be subject to unexpected changes in our corporate governance and strategies, including the replacement of key executive officers. Additionally, we may be more vulnerable to a hostile takeover bid. The absence of a controlling group may also jeopardize our decision-making process as the minimum quorum required by law for certain decisions by shareholders may not be reached and, as a result, we cannot guarantee that our business plan will be effected. Any unexpected change in our management team, business policy or strategy, any dispute between our shareholders, or any attempt to acquire control of our company may have an adverse impact on our business and result of operations.

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Holders of ADSs will not be able to enforce the rights of shareholders under our by-laws and Brazilian corporate law and may face difficulties in protecting their interests because we are subject to different corporate rules and regulations as a Brazilian company.

Holders of ADSs will not be direct shareholders of our company and will be unable to enforce the rights of shareholders under our by-laws and Brazilian corporate law.

Our corporate affairs are governed by our by-laws and Brazilian corporate law, which differ from the legal principles that would apply if we were incorporated in a jurisdiction in the United States, such as the State of Delaware or New York, or elsewhere outside Brazil. Although insider trading and price manipulation are crimes under Brazilian law, the Brazilian securities markets are not as highly regulated and supervised as the U.S. securities markets or the markets in some other jurisdictions. In addition, rules and policies against self-dealing or for preserving shareholder interests may be less well-defined and enforced in Brazil than in the United States and certain other countries, which may put holders of the ADSs at a potential disadvantage. Corporate disclosures also may be less complete or informative than for a public company in the United States or in certain other countries.

Holders of ADSs may face difficulties in serving process on or enforcing judgments against us and other persons.

We are a corporation organized under the laws of Brazil, and all of our directors and executive officers and our independent public accountants reside or are based in Brazil. Most of the assets of our company and of these other persons are located in Brazil. As a result, it may not be possible for holders of ADSs to effect service of process upon us or these other persons within the United States or other jurisdictions outside Brazil or to enforce against us or these other persons judgments obtained in the United States or other jurisdictions outside Brazil. Because judgments of U.S. courts for civil liabilities based upon the U.S. federal securities laws may be enforced in Brazil only if certain conditions are met, holders may face greater difficulties in protecting their interests in the case of actions by us or our directors or executive officers than would shareholders of a U.S. corporation.

Changes in Brazilian tax laws may have an adverse impact on the taxes applicable to a disposition of the ADSs.

According to Law No. 10,833 of December 29, 2003, the disposition of assets located in Brazil by a non-resident to either a Brazilian resident or a non-resident is subject to taxation in Brazil, regardless of whether the disposition occurs outside or within Brazil. In these terms, gains arising from a disposition of our common shares by a non-resident of Brazil to another non-resident of Brazil are subject to income tax.

Our interpretation of Law No. 10,833 is that ADSs should not be regarded as assets located in Brazil. Accordingly, the disposition of our ADSs by a non-resident to either a Brazilian resident or a non-resident should not be subject to taxation in Brazil. However, in the event that a disposition of our ADSs is considered a disposition of assets located in Brazil, this tax law could result in the imposition of withholding taxes on the disposition of our ADSs by a non-resident of Brazil. We are not aware of precedents on the application of Law No. 10,833 to ADSs and, accordingly, we are unable to predict whether Brazilian courts would apply it to a disposition of our ADSs by a non-resident of Brazil. See Item 10. Additional Information E. Taxation Brazilian Tax Considerations Gains in our annual report on Form 20-F for the fiscal year ended December 31, 2009 incorporated by reference herein.

Any gain or loss recognized by a U.S. Holder (as defined in Item 10. Additional Information E. Taxation Material U.S. Federal Income Tax Considerations in our annual report on Form 20-F for the fiscal year ended December 31, 2009 incorporated by reference herein) would be treated as U.S. source gain or loss for all foreign tax credit purposes. U.S. Holders should consult their tax advisers as to whether the Brazilian tax on gain would be creditable against the holder s U.S. federal income tax on foreign-source income from other sources.

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Judgments of Brazilian courts with respect to our common shares will be payable only in reais.

If proceedings are brought in the courts of Brazil seeking to enforce our obligations in respect of the common shares, we will not be required to discharge our obligations in a currency other than *reais.* Under Brazilian exchange control limitations, an obligation in Brazil to pay amounts denominated in a currency other than *reais* may be satisfied in Brazilian currency only at the exchange rate, as determined by the Central Bank, in effect on the date the judgment is obtained, and such amounts are then adjusted to reflect exchange rate variations through the effective payment date. The then, prevailing exchange rate may not afford non-Brazilian investors with full compensation for any claim arising out of or related to our obligations under our common shares or the ADSs.

Holders of ADSs may be unable to exercise preemptive rights with respect to our common shares underlying the ADSs.

Holders of ADSs will be unable to exercise the preemptive rights relating to our common shares underlying ADSs unless a registration statement under the U.S. Securities Act of 1933, as amended, or the Securities Act, is effective with respect to those rights or an exemption from the registration requirements of the Securities Act is available. We are not obligated to file a registration statement with respect to the shares relating to these preemptive rights or to take any other action to make preemptive rights available to holders of ADSs. We may decide, in our discretion, not to file any such registration statement. If we do not file a registration statement or if we, after consultation with the ADR depositary, decide not to make preemptive rights available to holders of ADSs, those holders may receive only the net proceeds from the sale of their preemptive rights by the depositary, or if they are not sold, their preemptive rights will be allowed to lapse.

An exchange of ADSs for common shares risks loss of certain foreign currency remittance and Brazilian tax advantages.

The ADSs benefit from the certificate of foreign capital registration, which permits Citibank N.A., as depositary, to convert dividends and other distributions with respect to our common shares into foreign currency, and to remit the proceeds abroad. Holders of ADSs who exchange their ADSs for common shares will then be entitled to rely on the depositary s certificate of foreign capital registration for five business days from the date of exchange. Thereafter, they will not be able to remit non-Brazilian currency abroad unless they obtain their own certificate of foreign capital registration, or unless they qualify under Resolution CMN 2,689, which entitles certain investors to buy and sell shares on Brazilian stock exchanges without obtaining separate certificates of registration.

If holders of ADSs do not qualify under Resolution CMN 2,689, they will generally be subject to less favorable tax treatment on distributions with respect to our common shares. There can be no assurance that the depositary s certificate of registration or any certificate of foreign capital registration obtained by holders of ADSs will not be affected by future legislative or regulatory changes, or that additional Brazilian law restrictions applicable to their investment in the ADSs may not be imposed in the future.

Our bylaws do not contain any provisions that discourage hostile takeovers.

No single shareholder or group of shareholders holds more than 50% of our capital stock. In addition, our bylaws do not contain any provisions that discourage or prohibit our acquisition or the acquisition of a significant share of our capital stock. The absence of such provisions makes us vulnerable to future acquisitions by our existing shareholders or new investors, which could result in significant changes in our management and strategy, adversely affecting us. We may default on certain of our material contracts in the event we cease to have a dispersed ownership control structure.

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A portion of the compensation of our officers and members of the senior management is paid in form of stock options, which could tie their interest to the market price of our shares and ADSs.

We have established stock option plans for our officers and members of our senior management. Potential benefits under the stock option plans are tied to the appreciation of the market price of our shares and ADSs. Our officers and members of the senior management may be influenced to focus on short-term rather than long-term results because a significant portion of their compensation is tied to our results and the market price of our shares and ADSs. See Item 6. Directors, Senior Management and Employees E. Share Ownership Stock Option Plans in our annual report on Form 20-F for the fiscal year ended December 31, 2009 incorporated by reference herein.

Risks Relating to Our Business and to the Brazilian Real Estate Industry

The following risk factor supplements those risks relating to our business and to the Brazilian real estate industry set forth in our annual report on Form 20-F for the fiscal year ended December 31, 2009 and incorporated by reference herein.

Failure or any delays in obtaining or termination of our licenses and permits may adversely affect our business.

We are required to obtain licenses and permits to implement our projects in accordance with applicable laws and regulations, including environmental and zoning regulations. These licenses and permits are granted by public authorities and subject to ongoing oversight by governmental agencies, such as the Public Prosecutor s office. We may be required to suspend or discontinue the implementation of our projects if we fail to obtain the requisite licenses and permits, or if there is a delay, suspension or termination of such licenses and permits for any reason, including the action of the Public Prosecutor s office, which could have a material adverse effect on our business.

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CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

The statements contained in this prospectus supplement in relation to our plans, forecasts, expectations regarding future events, strategies, and projections, are forward-looking statements which involve risks and uncertainties and which are therefore not guarantees of future results. Our estimates and forward-looking statements are mainly based on our current expectations and estimates on projections of future events and trends, which affect or may affect our businesses and results of operations. Although we believe that these estimates and forward-looking statements are based upon reasonable assumptions, they are subject to several uncertainties and are made in light of information currently available to us. Our estimates and forward-looking statements may be influenced by the following factors, among others:

- government interventions, resulting in changes in the economy, taxes, rates or regulatory environment;
- changes in the overall economic conditions, including employment levels, population growth and consumer confidence;
- changes in real estate market prices and demand, estimated budgeted costs and the preferences and financial condition of our customers;
- our ability to repay our indebtedness and comply with our financial obligations;
- our ability to arrange financing and implement our expansion plan;
- changes in our business;
- other factors that may affect our financial condition, liquidity and results of our operations; and
- other risk factors discussed under Risk Factors in Part I, Item 3.D. of our annual report on Form 20-F for the fiscal year ended December 31, 2009 incorporated by reference herein.

The words believe, may, will, estimate, continue, anticipate, intend, expect and similar words are intended to identify estimates and forward-looking statements. Estimates and forward-looking statements speak only as of the date they were made, and we undertake no obligation to update or to review any estimate and/or forward-looking statement because of new information, future events or other factors. Estimates and forward-looking statements involve risks and uncertainties and are not guarantees of future performance. Our future results may differ materially from those expressed in these estimates and forward-looking statements. In light of the risks and uncertainties described above, the estimates and forward-looking statements discussed in this prospectus supplement might not occur and our future results and our performance may differ materially from those expressed in these forward-looking statements due to, inclusive of, but not limited to, the factors mentioned above. As a result of these risks and uncertainties, investors should not base their decisions to invest in this offering on these estimates or forward-looking statements.

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USE OF PROCEEDS

Based on the price of R$12.50 per common share in the Brazilian offering, converted by an exchange rate of R$1.7813 to U.S.$1.00 reported by the Central Bank on March 23, 2010, we will receive total net proceeds of U.S.$500.4 million, or R$891.4 million, after deducting underwriting discounts, commissions and expenses of the offerings that are payable by us. Each ADS represents two common shares.

We intend to use the net proceeds from this offering and the Brazilian offering as follows:

Allocation	Percentage	Estimated net proceeds (in R$ million)
Acquisition of new land	35.0%	312.0
Working capital (1)	25.0%	222.8
Strategic joint ventures and acquisitions	20.0%	178.3
New developments	20.0%	178.3
Total	100.0%	891.4(2)

(1) We may also use the proceeds of this offering to repay the debentures of the sixth series in the event the debenture holders exercise their put option or we exercise our call option. See Item 5. Operating and Financial Review and Prospects B. Liquidity and Capital Resources Indebtedness Debenture Program in our annual report on Form 20-F for the fiscal year ended December 31, 2009 incorporated by reference herein.

(2) Excludes the application of the IOF/Bonds tax at a rate of 1.5% on the offering of ADSs. The IOF/Bonds tax would amount to an expense of R$5.3 million payable by us, based on the exchange rate of R$1.7813 to U.S.$1.00 reported by the Central Bank on March 23, 2010. See Taxation.

The use of proceeds indicated above is based on our projections. Changes in market conditions may change our intended use of proceeds.

As set forth above, we intend to use 20% of the net proceeds from this offering to pursue new strategic joint ventures and acquisitions. We closely monitor the Brazilian real estate industry and evaluate strategic joint ventures and acquisition opportunities that are complementary to our business. We will pursue new strategic joint ventures and acquisitions that are financially attractive, provide synergies to us and contribute to the growth of our business. As of the date of this prospectus supplement, we are not actively considering joint ventures or acquisitions. Pending application of these net proceeds, we will invest these proceeds in our investment fund or in certificates of deposit from financial institutions in accordance with our investment policy.

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CAPITALIZATION

The following table sets forth our consolidated capitalization at December 31, 2009 based on our consolidated financial statements prepared in accordance with Brazilian GAAP:

- on an actual historical basis; and

- as adjusted for the sale of common shares, including common shares in the form of ADSs, in this global offering at the public offering price of R$12.50 per common share, assuming that the international and Brazilian underwriters over-allotment options are not exercised, after deduction of the underwriting discounts and commissions and estimated transaction expenses payable by us in connection with the global offering.

This table should be read in conjunction with, and is qualified in its entirety by reference to, our consolidated financial statements and the related notes thereto included in our annual report on Form 20-F for the year ended December 31, 2009 incorporated by reference in this prospectus supplement.

	At December 31, 2009			
(Brazilian GAAP)	**Actual**	**As Adjusted(2)**	**Actual(3)**	**As Adjusted(2)(3)**
	(In millions)			
Short-term debt:				
Loans and financing	R$ 678.3	R$ 678.3	U.S.$ 389.6	U.S.$ 389.6
Debentures	122.4	122.4	70.3	70.3
Total short-term debt	800.7	800.7	459.9	459.9
Long-term debt:				
Loans and financing	525.4	525.4	301.7	301.7
Debentures	1,796.0	1,796.0	1,031.5	1,031.5
Total long-term debt	2,321.4	2,321.4	1,333.2	1,333.2
Shareholders equity:				
Capital stock	1,627.3	2,552.3	934.5	1,465.8
Treasury shares	(1.7)	(1.7)	(1.0)	(1.0)
Capital and stock option reserves	318.4	284.8	182.9	163.6
Revenue reserves	381.6	381.6	219.2	219.2
Total shareholders equity	2,325.6	3,217.0	1,335.6	1,847.6
Total capitalization (1) (2)	R$ 4,647.0	R$ 5,538.4	U.S.$ 2,668.8	U.S.$ 3,108.8

(1) Total capitalization corresponds to total long-term debt (loans, financing and debentures) plus total shareholders equity.
(2) Total capitalization does not include obligation to venture partners recorded in other accounts payable and redeemable equity interest in securitization fund recorded in minority interest.
(3) Translated using the exchange rate as reported by the Central Bank as of December 31, 2009 for *reais* into U.S. dollars of R$1.7412 to U.S.$1.00.

We are currently negotiating the structure for the acquisition of 20% of Alphaville s shares. This participation was valued at R$126.5 million and we intend to pay for it through the issuance of 9,797,792 shares. This transaction is subject to relevant corporate authorizations. We made no adjustment in the total capitalization for such acquisition.

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DILUTION

As of the date of this prospectus supplement, we have a net tangible book value of R$6.3388 per common share or U.S.$7.1170 per ADS (using the selling rate as reported by the Central Bank as of March 23, 2010 for *reais* into U.S. dollars of R$1.7813 to U.S.$1.00 and the ratio of two common shares to one ADS). Net tangible book value represents the amount of our total assets less our total liabilities and excludes intangible assets and deferred selling expenses, divided by 334,154,274, the total number of our common shares outstanding as of the date of this prospectus supplement (including 599,486 common shares in treasury).

After giving effect to the sale by us of 74,000,000 common shares offered by us in the global offering, and based on (1) an offering price of R$12.5000 per common share (and based on the fact that ADSs are offered in the global offering at two times that price, reflecting the ratio of two common shares per ADS) and (2) J.P. Morgan Securities Inc. has not exercised the over-allotment option, and after deducting the estimated underwriting discounts and commissions and estimated offering expenses payable by us, our net tangible book value estimated as of the date of this prospectus supplement would have been R$3.0 billion, representing R$7.3750 per common share, or U.S.$8.2804 per ADS. This represents an immediate increase in net tangible book value of R$1.0362 per common share or U.S.$1.1634 per ADS to existing shareholders and an immediate dilution in net tangible book value of R$5.1250 per common share, or U.S.$5.7543 per ADS to new investors purchasing common shares in this offering. Dilution for this purpose represents the difference between the price per common share or ADS paid by these purchasers and net tangible book value per ADS immediately after the completion of the offerings.

The following table illustrates this dilution to new investors purchasing common shares, including common shares in the form of ADSs, in the global offering:

	Common Shares(2)	ADSs(3)
Public offering price per ADS	R$ 12.5000	U.S.$ 14.0347
Net tangible book value per ADS as of the date of this prospectus supplement	6.3388	7.1170
Increase in net tangible book value per common share or ADS attributable to new investors	1.0362	1.1634
Pro forma net tangible book value per common share or ADS after the global offering	7.3750	8.2804
Dilution per common share or ADS to new investors	R$ 5.1250	U.S.$ 5.7543
Percentage of dilution in net tangible book value per common share or ADS for new investors (1)	41.0%	41.0%

(1) Percentage of dilution for new investors is calculated by dividing the dilution in net tangible book value for new investors by the price of the offering.
(2) Based on the offering price of the common shares.
(3) Translated using the selling exchange rate as reported by the Central Bank at March 23, 2010 for *reais* into US dollars of R$1.7813 to U.S.$1.00.

We are currently negotiating the structure for the acquisition of 20% of Alphaville s shares. This participation was valued at R$126.5 million and we intend to pay for it through the issuance of 9,797,792 shares. This transaction is subject to relevant corporate authorizations. We did not consider any dilution effects from such acquisition.

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INDUSTRY

Brazilian Macroeconomic Conditions

Brazil has one of the largest real estate markets in Latin America. In addition, we believe the Brazilian sector has significant growth potential due to a number of factors, including an increase in the availability of financing, population growth and an increase in personal income, among others.

In recent years, the sector has undergone significant changes, as a result of the strengthening of the local capital markets and improved macroeconomic conditions. Between 2005 and 2009, Brazilian real estate companies have raised approximately U.S.$8.7 billion in equity offerings. The fall in interest rates, the expansion of real estate credit and major government programs such as *Minha Casa, Minha Vida* have contributed to the recent growth in the sector.

We believe that steady inflation rates and a reduction in interest rates in the near future should lead to increased availability of credit. At December 31, 2009, the total credit available from the SFN (*Sistema Financeiro Nacional*) represented 45.0% of GDP, compared to 27.7% of GDP at December 31, 2005, according to the Central Bank of Brazil.

* IPCA refers to the Consumer Price Index measured by the IBGE, the Brazilian Institute of Geography and Statistics. Source: Central Bank of Brazil

Source: Central Bank of Brazil

Real Estate Demand

Demand in the housing market is affected mainly by four factors: (1) population growth rates; (2) age demographics of the population; (3) the number of people per housing unit; and (4) household income.

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(1) **Rate of population growth**. Population growth in Brazil and the number of new families have increased the demand for new housing. According to a study prepared by FGV/Ernst & Young, Brazil had a population of 187.6 million with 60.3 million households in 2007. The study estimates that in 2030 Brazil s population will be 233.6 million and the number of households will reach 95.5 million. This growth represents an average annual formation of approximately 1.5 million new families.

Source: IBGE, FGV/Ernst & Young.

Source: IBGE, FGV/Ernst & Young.

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(2) **Age Demographics**. The percentage of young people (ages 15 to 29) in the Brazilian population is relatively high. In 2007, approximately 51 million people were in that age group, or 27.3% of the population according to the IBGE. As the young age, there is increased demand for new housing. By 2030, persons between the ages of 25 and 49 will represent approximately 38.4% of Brazil s population, according to IBGE data. We believe that the aging of the population will generate increased demand for new housing.

Source: IBGE

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(3) **Average number of people per household**: The average number of people per household has been decreasing in the country; in 2007, there was an average of 3.4 persons per household. The FGV/Ernst & Young study estimates the number of persons per household will decrease to 2.5 in 2030, causing the demand for new housing to increase at a rate greater than that of the population growth.

Source: IBGE, FGV/Ernst & Young

(4) **Increase in household income**: The recent macroeconomic stability of Brazil had a positive impact on several socioeconomic indicators, resulting in a reduction of social inequality and an increase in purchasing power. According to a study prepared by FGV/Ernst & Young the distribution of Brazilian families by monthly household income will change significantly from 2007 to 2030. The study estimates that 82% of the Brazilian families will have a monthly household income below and 18% of the families will have a monthly household income above R$4 thousand by 2030. In 2007, 93% of the families had a monthly household income below and only 7% of the families had a monthly household income above R$4 thousand.

Number of families per monthly income

Monthly income per family	2007		2030	
Above R$ 32,000	0	0%	0.3	0%
R$16,000 R$ 32,000	0.3	0%	1.3	1%
R$8,000 R$16,000	1.1	2%	4.3	5%
R$4,000 R$8,000	3.3	5%	11	12%
R$2,000 R$4,000	8.4	14%	21.8	23%
R$1,000 R$2,000	15.5	26%	27.6	29%
up to R$1,000	31.7	53%	29.1	31%
Total families	60.3	100%	95.4	100%

Source: IBGE, FGV/Ernst & Young

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Minha Casa, Minha Vida Program

Minha Casa, Minha Vida is a government program focused on building one million dwellings for households with incomes of up to 10 minimum wages, which represents approximately 14% of the housing deficit in 2007. Total investments by the federal government will be approximately R$34 billion, of which R$16 billion will be used to subsidize households with incomes of up to three minimum wages to buy homes and R$12 billion will be used to subsidize the financing of new properties or others under construction for households with incomes of up to 10 minimum wages.

Distribution of houses per income segment

Income bracket	Number of units (thousands)
0 3 minimum wages	400
3 4 minimum wages	200
4 5 minimum wages	100
5 6 minimum wages	100
6 10 minimum wages	200

Source: Federal Government

Expansion of Credit in the Real Estate Market

The penetration of real estate credit in Brazil has shown gradual growth in recent years. In 2009, the penetration rate was 2.8% of GDP, according to BACEN data.

Source: Central Bank of Brazil

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In recent years, interest rates in Brazil have shown a downward trend and currently the target Selic rate is 8.75%. In comparison, the Selic target rate reached 26.5% in February 2003. The decrease in interest rates has led to an expansion of long-term real estate financing. The increase in the supply of real estate credit, together with the decrease in interest rates and more long-term of financing, have enabled the lower income segments of the population to acquire homes, so long as the monthly installments are within household budgets.

Source: Central Bank of Brazil

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BUSINESS

Overview

We believe we are one of Brazil s leading homebuilders, developing real estate units across Brazil and focusing on high quality residential projects for all income segments. Over several decades, we have been recognized as one of the principal homebuilders in Brazil, having completed more than 985 developments and constructed over 11 million square meters under our Gafisa brand; completed more than 500 developments under our Tenda brand; and completed more than 40 developments and constructed over 3.4 million square meters under our Alphaville brand.

We are one of Brazil s most geographically-diversified homebuilders, operating in more than 120 cities across 21 of the 26 states and in the Federal District. We are an integrated company, operating through the following brands, each of which target a wide range of customers:

- Gafisa: Focus on residential development within the middle, middle-high and high income segment in 44 cities across 18 states, with unit prices exceeding R$200 thousand.

- Tenda: Focus on affordable residential developments, with unit prices between R$50 thousand and R$200 thousand, with 41 store fronts organized through 8 regional offices, with projects developed in 86 cities across 13 states.

- Alphaville: Focus on the sale of residential lots, with unit prices between R$70 thousand and R$500 thousand, and with a presence in 32 cities across 16 states and in the Federal District.

Through our subsidiary Gafisa Vendas Intermediação Imobiliária Ltda., we carry out sales of some of our projects, establishing a strategic channel with our clients and reducing our dependence on external sales companies.

We believe Gafisa , Tenda and Alphaville are three of the best-known brands in the Brazilian market, enjoying a reputation among potential homebuyers, brokers, lenders, landowners and competitors for high quality, consistency and professionalism.

Our Competitive Strengths

We believe the following competitive strengths will allow us to maintain our leading position in the real estate development business:

Leading Position In All Income Segments. We believe we are one of the most diversified homebuilders in Brazil in terms of product offerings. We offer residential buildings, land subdivisions, affordable entry-level developments and commercial buildings to a lesser extent, which allow us to identify and undertake a broader range of projects that offer the most attractive returns. We offer products for the affordable housing segment with a unit price between R$50 thousand and R$200 thousand, and products for the middle, middle-high and high income segments with a unit price starting at R$200 thousand. We believe we have the expertise and know-how necessary to serve the demands of each sector.

National Footprint with Presence in High Growth Regions. We are one of Brazil s most geographically diversified homebuilders, with developments in more than 120 cities across 21 of the 26 states and in the Federal District. Currently, our largest presence is in the states of São Paulo and Rio de Janeiro and we are expanding to high growth markets, such as the North and Northeast regions. For our Tenda brand, we maintain a decentralized structure through eight regional offices and 41 stores across the principal metropolitan areas of the country. We also use partnerships that allow us to penetrate new markets rapidly and efficiently. We believe that the growth potential in the Brazilian real estate market and the favorable macroeconomic and demographic trends will help us with our continued expansion and the consolidation of our position in the market.

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Strong Brand Recognition. We believe Gafisa , Tenda and Alphaville, each of which hold leading positions in their respective segments, are three of the best-known brands in the Brazilian real estate development industry, enjoying a solid reputation among potential homebuyers, brokers, lenders, landowners and competitors. We believe we are widely recognized in the markets in which we operate for our consistency, on-time delivery, customer satisfaction and innovative products. We believe that our long-standing reputation for superior quality and service allows us to increase sales velocity, ensures access to strategic land, permits premium pricing and results in repeat and referral sales.

Strategic Land Bank in Premium Locations. Our investment expertise, development capability, and extensive industry relationships in each of our markets, along with our growing reputation nationwide have allowed us to develop a strategically-located land bank. As of December 31, 2009, approximately 50% of the land was acquired through swaps, where we exchanged units in our future developments for land or for participation in the proceeds of our future developments, minimizing required capital investments. Our current land bank represents approximately R$15.8 billion of potential sales value (calculated by multiplying the number of units sold in a development by the unit sales price). Of that amount, R$7.6 billion is attributable to Gafisa, R$4.3 billon to Tenda and R$4.0 billion to Alphaville, totaling 90,522 units (18,725 Gafisa units, 47,703 Tenda units and 24,094 Alphaville units). We believe our land bank consists of prime locations in all of the markets we operate, which are ideally located across diverse settings and difficult to replicate by competitors.

Differentiated Management Model. Our management model is based on strong corporate governance and an experienced and specialized management team. In addition, we have a corporate culture focused on maximizing results.

Corporate Governance. We have adopted the best corporate governance practices and established Investment, Finance, Auditing, Nomination and Corporate Governance, Ethics and Compensation Committees in accordance with the requirements applicable to domestic companies listed on the NYSE. We comply with the corporate governance norms of the *Novo Mercado* segment of the São Paulo Stock Exchange, and we are the only Brazilian company in the real estate sector whose internal controls are compliant with Rule 404 of the Sarbanes-Oxley Act.

Strong Management Team and Professionals. We have a professional and committed senior management team consisting of five executive officers with strong experience in the Brazilian real estate industry, and three of them were first employed by us as interns. In addition, we believe we have a strong ability to attract, train and retain the best professionals. We currently have approximately 300 active engineers and 500 in training to support our future growth.

Specialized Team Focused on Each of our Segments. We have teams focused on each business segment and our professionals have decades of experience and success in their respective segments providing them with the differentiated knowledge necessary to respond to the demands of clients in their segments.

Our Strategy

We intend to implement the following strategies by building on our competitive strengths:

Capitalize on Growth Potential. We believe that the high rates of population growth, the formation of new families, the lower interest rates in Brazil, the Brazilian federal government s initiatives and increase in the availability of affordable home financing present a unique opportunity to expand our real estate development business across major metropolitan areas and other regions. Through our different brands, we have the flexibility to develop high quality residential developments for all income segments in several regions. We believe that our expertise in the Brazilian residential markets, our well recognized brands, our growing national footprint and our scalable organizational structure will allow us to capitalize on significant growth in the sector.

Maintain a Strong Land Bank. We intend to maintain a land bank allowing us to capture our total growth potential. We believe keeping differentiated, strategically located lands permits us to accelerate the launch rate of

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new developments. Swaps, where we exchange land for units or a percentage of revenues of our future developments, will continue to be our preferred method for land acquisition. However, we will continue to purchase land in prime locations with cash.

Maintain Efficient Capital Structure. We manage our capital structure to maximize our returns and we have a strict risk control mechanism. We will continue to use our leverage capacity to support our growth and use the best alternatives to fund our operations, taking into consideration the operational cycle of each business segment.

Capitalize on the Growth through Acquisitions and Partnerships. We believe the Brazilian real estate market is highly fragmented and it is going through a period of consolidation. We believe our experience, our partnerships and our expertise will allow us to take advantage of the industry consolidation potential and expand our operations through acquisitions and partnerships.

Our Markets

We are present in more than 120 municipalities, including Ananindeua, Aracajú, Barueri, Bauru, Belém, Belford Roxo, Belo Horizonte, Betim, Brasília, Camaçari, Campina Grande, Campinas, Campo Grande, Caruaru, Caxias do Sul, Contagem, Cotia, Cuiabá, Curitiba, Diadema, Duque de Caxias, Fortaleza, Foz do Iguaçú, Goiânia, Governador Valadares, Gramado, Gravataí, Jandira, João Pessoa, Juiz de Fora, Lauro de Freitas, Londrina, Macaé, Maceió, Manaus, Mossoró, Natal, Niterói, Nova Iguaçu, Nova Lima, Petrópolis, Piracicaba, Porto Alegre, Porto Velho, Recife, Resende, Ribeirão Preto, Rio das Ostras, Rio de Janeiro, Sabará, Salvador, Santos, São Bernardo do Campo, São Gonçalo, São José dos Campos, São Luis, São Paulo, São Vicente, Sobradinho, Sorocaba, Suzano, Teresina, Uberlândia, Vila Velha and Vitória, across 21 states and the Federal District throughout Brazil.

Our Real Estate Activities

Our real estate business includes the following activities:

- developments for sale of:
  - residential units,
  - land subdivisions (also known as residential communities), and
  - commercial buildings;
- construction services to third parties; and
- sale of units through our brokerage subsidiaries, Gafisa Vendas and Gafisa Vendas Rio, jointly referred to as Gafisa Vendas.

The table below sets forth our sales from new developments generated for each of our real estate activities and as a percentage of total real estate amount generated during the periods presented:

	For year ended December 31,					
	2009(1) (in thousands of R$)	**2009 (% of total)**	**2008(2) (in thousands of R$)**	**2008 (% of total)**	**2007 (in thousands of R$)**	**2007 (% of total)**
Residential buildings	1,726,399	73.9	1,829,780	80.4	1,348,811	81.2
Land subdivisions	419,512	17.6	405,678	17.8	249,916	15.0

Commercial	155,313	6.5	3,100	0.1	27,877	1.7
Pre-sales	2,301,224	98.0	2,238,558	98.4	1,626,604	97.9
Construction services	47,999	2.0	37,268	1.6	35,121	2.1
Total real estate sales	2,386,831	100.0	2,275,826	100.0	1,661,725	100.0

(1) Consolidates all sales of Tenda since January 1, 2009.
(2) Includes sales of Tenda since October 22, 2008.

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Developments for Sale

The table below provides information on our developments for sale activities during the periods presented:

	As of and for year ended December 31,		
	2009	2008	2007
	(in thousands of R$, unless otherwise stated)		
São Paulo			
Potential sales value of units launched (1)	804,937	918,156	742,712
Developments launched	11	13	11
Usable area (m^2) (2)	157,755	288,028	250,185
Units launched (3)	1,490	2,301	2,040
Average sales price (R$/$m^2$) (2)	5,102	3,188	2,969
Rio de Janeiro			
Potential sales value of units launched (1)	95,955	443,516	510,639
Developments launched	3	8	11
Usable area (m^2) (2)	19,015	196,189	177,428
Units launched (3)	436	837	2,020
Average sales price (R$/$m^2$) (2) (4)	5,046	2,261	2,878
Other States			
Potential sales value of units launched (1)	363,628	551,728	444,852
Developments launched	13	15	14
Usable area (m^2) (2)	138,128	163,610	166,321
Units launched (3)	1,512	1,811	1,804
Average sales price (R$/$m^2$) (2) (4)	2,633	3,372	2,675
Total Gafisa			
Potential sales value of units launched (1)	1,264,520	1,913,400	1,698,203
Developments launched	27	36	36
Usable area (m^2) (2)	314,898	647,827	593,934
Units launched (3)	3,438	4,949	5,864
Average sales price (R$/$m^2$) (2) (4)	4,016	2,954	2,859
Alphaville			
Potential sales value of units launched (1)	419,512	312,515	237,367
Developments launched	11	11	6
Usable area (m^2) (2)	1,039,434	956,665	1,160,427
Units launched (3)	1,912	1,818	1,489
Average sales price (R$/$m^2$) (2) (4)	403	327	686
Tenda (5) (6)			
Potential sales value of units launched (1)	617,191	1,448,325	
Developments launched	30	1	
Usable area (m^2) (2)			
Units launched (3)	5,751	112	
Average sales price (R$/$m^2$) (2) (4)			
FIT (7)			
Potential sales value of units launched (1)		496,147	263,359
Developments launched		16	10
Usable area (m^2) (2)			149,842
Units launched (3)		3,759	2,459
Average sales price (R$/$m^2$) (2) (4)			1,896
Bairro Novo (8)			
Potential sales value of units launched (1)		25,311	37,000
Developments launched		1	1
Usable area (m^2) (2)		16,487	23,618
Units launched (3)		325	503
Average sales price (R$/$m^2$) (2) (4)		1,535	1,567

(1) Potential sales value is calculated by multiplying the number of units sold in a development by the unit sales price.
(2) One square meter is equal to approximately 10.76 square feet.
(3) The units delivered in exchange for land pursuant to swap agreements are not included.
(4) Average sales price per square meter excludes the land subdivisions. Average sales price per square meter (including land subdivisions and excluding Tenda s ventures) was R$1,369, R$1,225 and R$1,137 in 2009, 2008 and 2007, respectively.
(5) Because Tenda launched very few units in 2008, we believe the full impact of the merger was not reflected until 2009.
(6) On December 30, 2009, the shareholders of Gafisa and Tenda approved a corporate restructuring to consolidate Gafisa s noncontrolling share ownership in Tenda. The restructuring was accomplished by exchanging all of the remaining Tenda shares not held by Gafisa into Gafisa shares (merger of shares). As a result of the restructuring, Tenda became a wholly-owned subsidiary of Gafisa.
(7) FIT was merged into Tenda on October 21, 2008.
(8) On February 27, 2009, Gafisa and Odebrecht entered into an agreement to terminate the partnership created in February 2007 for the development, construction and management of large scale, low income residential projects with more than 1,000 units each. Gafisa withdrew from Bairro Novo, terminating the Shareholders Agreement then effective between Gafisa and Odebrecht. Therefore Gafisa is no longer a partner in Bairro Novo. The ongoing real estate ventures that were being jointly developed by the parties were separated as follows: Gafisa continued developing the Bairro Novo Cotia real estate venture and Odebrecht continued developing the other real estate ventures of the dissolved partnership, in addition to the operations of Bairro Novo. Further, on June 29, 2009, Gafisa sold its equity participation in the company developing the Bairro Novo Cotia real estate venture to Tenda.

Our developments for sale are divided into three broad categories: (1) residential buildings, (2) land subdivisions, and (3) commercial buildings.

Overview of Residential Buildings

In the residential buildings product category, we develop three main types of products: (1) luxury buildings targeted at upper-income customers; (2) buildings targeted at middle-income customers; and (3) affordable entry-level housing targeted at lower-income customers. Quality residential buildings for middle- and upper-income customers are our core products and we have developed them since our inception. A significant portion of our residential developments is located in São Paulo and Rio de Janeiro where we have held a leading position over the past five years based upon area of total construction. However, we began our national expansion to pursue highly profitable opportunities in residential buildings outside these cities. For the year ended December 31, 2009, approximately 37% of the value of our launches were derived from our operations outside the states of São Paulo and Rio de Janeiro.

Luxury Buildings

Luxury buildings are a high margin niche. Units usually have over 180 square meters of private area, at least four bedrooms and three parking spaces. Typically, this product is fitted with modern, top-quality materials designed by brand-name manufacturers. The development usually includes swimming pools, gyms, visitor parking, and other amenities. Average price per square meter generally is higher than approximately R$3,600 (U.S.$1,540). Luxury building developments are targeted to families with monthly household incomes in excess of approximately R$20,000 (U.S.$8,558).

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The table below sets forth our luxury building developments launched between January 1, 2007 and December 31, 2009:

Project Description	Year Launched	Gafisa Participation (%)	Usable Area (m^2)(1)(2)	Completion Year	Number of Units(2)	Units Sold (%) (As of December 31, 2009)
Horto Phase 1	2007	50	44,563	2010	180	98
Vision	2007	100	19,712	2010	284	76
Supremo	2007	100	34,864	2011	192	86
London Green Phase 2	2008	100	15,009	2010	140	67
Horto Phase 2	2008	50	22,298	2011	92	97
Costa Maggiore	2008	50	9,386	2010	60	87
Alphaville Berra da Tijuca	2008	65	170,010	2011	259	88
Chácara Sant Anna	2008	50	30,517	2011	158	54
Details	2008	100	7,802	2011	38	63
Quintas do Pontal	2008	100	21,915	2010	91	20
Laguna di Mare	2008	80	17,454	2011	146	17
Nouvelle	2008	100	5,367	2012	12	7
MontBlanc	2008	80	30,479	2011	112	22
Manhattan Square Phase 1 Com	2008	50	25,804	2011	716	40
Reserva Laranjeiras	2008	100	11,740	2010	108	97
Verdemar Phase 2	2009	100	12,593	2011	77	39
Centro Empresarial Madureira	2009	100	5,836	2011	195	78
Supremo Ipiranga	2009	100	13,904	2012	108	59
Sorocaba	2009	100	7,046	2012	81	79
Vistta Santana	2009	100	27,897	2012	179	80
The Place	2009	80	5,984	2012	176	43
Magno	2009	100	8,686	2012	34	90
Paulista Corporate	2009	100	5,615	2011	97	69
London Ville	2009	100	18,768	2012	195	24
Vision Brooklin	2009	100	20,536	2012	266	71
IT Style	2009	100	16,208	2013	204	37

(1) One square meter is equal to approximately 10.76 square feet.
(2) Values for 100% of the building development.

Middle Income Buildings

Buildings targeted at middle-income customers have accounted for the majority of our sales since our inception. Units usually have between 90 and 180 square meters of private area, three or four bedrooms and two to three underground parking spaces. Buildings are usually developed in large tracts of land as part of multi-building developments and, to a lesser extent, in smaller lots in attractive neighborhoods. Average price per square meter ranges from approximately R$2,000 to R$3,600 (U.S.$856 to U.S.$1,540). Developments in Rio de Janeiro tend to be larger due to the large tracts of land available in Barra da Tijuca. Middle-income building developments are tailored to customers with monthly household incomes between approximately R$5,000 and R$20,000 (approximately U.S.$2,139 and U.S.$8,558).

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The table below sets forth our middle-income building developments launched between January 1, 2007 and December 31, 2009:

Project Description	Year Launched	Gafisa Participation (%)	Usable Area (m2)(1)(2)	Completion Year	Number of Units(2)	(%) Sold (As of December 31. 2009)
Collori	2006	100	39,462	2010	167	100
Península FIT	2006	100	24,080	2010	93	97
Blue Land	2006	100	18,252	2010	120	99
Vivance Res. Service	2006	100	14,717	2010	187	98
CSF Acácia	2007	100	23,461	2010	192	100
Olimpic Bosque da Saúde	2007	100	19,150	2010	148	81
Magic	2007	100	31,487	2010	268	42
London Green	2007	100	28,998	2010	300	67
GrandValley Niterói	2007	100	17,905	2010	161	93
SunValley	2007	100	7,031	2011	58	44
Reserva Santa Cecília	2007	80	15,854	2010	122	22
Solares da Vila Maria	2007	100	13,376	2010	100	100
Acqua Residence Phase 2	2007	100	7,136	2010	72	40
Bella Vista	2007	100	15,406	2010	116	36
Parc Paradiso Phase 2	2007	90	10,427	2010	108	95
Parc Paradiso Phase 1	2007	90	35,987	2010	324	95
Privilege Residencial	2007	80	16,173	2010	194	82
Orbit	2007	100	11,332	2010	185	30
JTR Phase 3	2007	50	8,520	2010	140	47
Enseada das Orquídeas	2007	80	52,589	2011	475	72
Horizonte	2007	60	7,505	2010	29	80
Secret Garden	2007	100	15,344	2010	252	66
Evidence	2007	50	23,487	2010	144	59
Acquarelle	2007	85	17,742	2010	259	66
Art Ville	2007	50	16,157	2010	263	92
Isla	2007	100	31,423	2010	240	88
Grand Valley	2007	100	16,908	2010	240	61
Acqua Residence Phase 1	2007	100	28,400	2010	380	40
Celebrare	2007	100	14,679	2010	188	77
Reserva do Lago	2007	50	16,800	2010	96	81
Parque Barueri	2008	50	58,437	2012	677	65
Brink Campo Limpo Phase 1	2008	100	17,280	2010	191	55
Patio Condominio Clube Phase 1A	2008	100	20,741	2011	192	21
Mansão Imperial Phase 1	2008	100	18,778	2011	87	17
Reserva do Bosque Lauro Sodré Phase 2	2009	100	4,200	2011	35	71
Alegria Mãe dos Homens Phase 1	2008	100	29,199	2011	278	45
Dubai	2008	50	19,316	2011	240	43
Reserva do Bosque Phase 1	2009	100	4,151	2011	34	97
Ecolive	2008	100	12,255	2011	122	50
Manhattan Square Res 2	2008	50	28,926	2011	270	20
Manhattan Square Res 3	2008	50	37,879	2011	621	22
Reserva Santa Cecília	2008	100	8,350	2010	92	3
Mistral	2009	1	1,856	2011	25	82
Terraças Tatuapé	2008	100	14,386	2011	105	28
Barueri II Phase 1	2008	100	58,437	2011	677	50

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Project Description	Year Launched	Gafisa Participation (%)	Usable Area (m^2)(1)(2)	Completion Year	Number of Units(2)	(%) Sold (As of December 31. 2009)
Carpe Diem Belém Pará	2008	70	13,951	2011	90	53
Grand Park Parque das Águas Phase 2	2008	50	12,960	2011	150	55
Verdemar Phase 2	2008	100	13,084	2011	80	55
Nova Petropolis	2008	100	41,182	2011	300	36
Terraças Alto da Lapa	2008	100	24,525	2010	192	68
Raízes Granja Viana	2008	50	18,022	2010	73	35
Magnific	2008	100	10,969	2010	31	61
Carpe Diem Itacoatiara	2008	80	12,667	2010	116	47
Brink Phase 2 Campo Limpo	2009	100	8,576	2010	95	71
Alegria Phase 2	2009	100	14,599	2011	139	57
Canto dos Pássaros	2009	80	5,942	2011	90	29
Grand Park Parque Árvores Seringueira (1)	2009	50	2,788	2011	39	98
Vila Nova São José Phase 1 Metropolitan	2009	100	10,370	2011	96	38
Grand Park Parque Árvores Salgueiro (1)	2009	50	2,788	2011	39	100
Brotas	2009	50	9,404	2012	185	99
Grand Park Árvores Bambu	2009	50	2,788	2011	39	98
PA 11 Reserva Ibiapaba Phase 1	2009	80	11,932	2012	211	66
Acupe BA	2009	50	6,053	2012	99	91
Reserva Ibiapaba Phase 2 (2)	2009	80	5,966	2012	106	66
Parque Maceió Phase 2	2009	50	7,239	2011	126	3
Vista Patamares	2009	50	12,442	2012	168	7
City Park Exclusive	2009	50	4,390	2011	75	14
Stake Aquisition Horizonte	2009	80	1,501	2010	6	100
Stake Aquisition Parc Paradiso	2009	95	2,321	2010	22	100
Stake Aquisition Carpe Diem Belem	2009	80	1,395	2011	9	61
Stake Aquisition Mistral	2009	80	1,485	2011	20	79
Stake Aquisition Reserva Bosque Resort Phase 1	2009	80	3,321	2011	27	97
Stake Aquisition Reserva Bosque Resort Phase 2	2009	80	3,360	2011	28	68

(1) One square meter is equal to approximately 10.76 square feet.
(2) Values for 100% of the building development.

Affordable Entry-Level Developments

Affordable entry-level housing consists of building and house units. Units usually have between 42 to 60 square meters of indoor private area and two to three bedrooms. Average price per square meter ranges from approximately R$1,500 to R$2,000 (approximately U.S.$861 to U.S.$1,149). Affordable entry-level housing developments are tailored to families with monthly household incomes between approximately R$1,600 and R$5,000 (approximately U.S.$919 and U.S.$2,872).

As part of our strategy of expanding our foothold in the affordable entry-level residential market, we incorporated on March 15, 2007 a wholly-owned subsidiary, FIT, to focus exclusively on this market. The principal emphasis of FIT was on five standardized residential developments in the outer parts of large metropolitan regions. Financing for FIT s developments primarily came from one of the Brazilian largest

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government-owned banks called Caixa Econômica Federal, or the CEF, and such financing was structured so that customers paid low monthly installments without increasing our credit risk.

On October 21, 2008, Gafisa and Tenda concluded a business combination in which Gafisa s wholly-owned subsidiary FIT was merged into Tenda. The purpose of the merger was to consolidate the activities of FIT and Tenda in the low income sector in Brazil and to develop real estate units with an average value of less than R$200,000. As a result of the business combination, Gafisa received 60.0% of the total and voting capital stock of Tenda and FIT was merged into Tenda. Because Tenda launched very few units in 2008, we believe the full impact of the merger was not reflected in Gafisa s results of operations until 2009.

On December 30, 2009, the shareholders of Gafisa and Tenda approved a corporate restructuring to consolidate Gafisa s noncontrolling share ownership in Tenda. The restructuring was accomplished by exchanging all of the remaining Tenda shares not held by Gafisa into Gafisa shares (merger of shares). As a result of the restructuring, Tenda became a wholly-owned subsidiary of Gafisa.

The table below sets forth our affordable entry-level housing developments launched by us between January 1, 2007 and December 31, 2009:

Project Description	Year Launched	Gafisa Participation (%)	Usable Area (m^2)(1)(2)	Completion Year	Number of Units(2)	Units Sold (%) (as of December 31, 2009)
Vila Real Life Sitio Cia	2009	100		2011	178	99
FIT Giardino Phase 1	2009	80	10,864.24	2011	259	10
FIT Icoaraci	2009	80	6,540.65	2011	294	47
Le Grand Vila Real Tower	2009	100	1,588.18	2011	92	100
Green Park Life Residence	2009	100	1,282.24	2012	220	59
Vermont Life	2009	100	932.54	2011	192	27
FIT Dom Jaime Bosque dos Passaros	2009	100	6,466.06	2011	364	54
Bairro Novo Phase 3	2009	100	26,111.00	2010	448	
Bariloche	2009	100	1,457.09	2011	80	100
Mirante do Lago Phase 2A	2009	70	8,664.48	2011	188	59
Diamond	2009	100		2011	312	7
Parma	2009	100	5,717.44	2010	36	100
Marumbi Phase 1	2009	100	29,989.47	2011	335	46
Bosque das Palmeiras	2009	100	2,098.21	2011	144	100
Residencial Club Gaudi Life	2009	100	1,165.67	2011	300	81
Tony Passos Phase 1 Recanto das Rosas	2009	100	932.54	2012	240	80
Residencial Jardim Alvorada	2009	100	1,165.67	2011	180	93
FIT Bosque Itaquera	2009	100	15,558.91	2012	256	94
FIT Lago dos Patos	2009	100	14,888.85	2011	140	99
Cotia Phase 4 Stage I	2009	100		2010	96	
Clube Garden Mônaco	2009	100		2011	186	100
Vivenda do Sol I	2009	100	1,165.67	2010	200	7
Parque Green Village	2009	100	221.74	2011	176	31
Fit Marodin Jardins	2009	70	15,432.47	2011	171	64
Mirante do Lago Phase 2B	2009	70	7,368.50	2011	310	50
Residencial Monet Life Le Grand Villa das Artes	2009	100	1,165.67	2011	200	79
Cotia Phase 4 Estapa II	2009	100		2010	224	
Portal do Sol Life I	2009	100		2012	64	23
Portal do Sol Life II	2009	100		2012	64	21

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Project Description	Year Launched	Gafisa Participation (%)	Usable Area (m²)(1)(2)	Completion Year	Number of Units(2)	Units Sold (%) (as of December 31, 2009)
Portal do Sol Life III	2009	100		2012	64	25
Residencial Monet II (Grand Ville das Artes Phase 3)	2009	100		2011	120	76
Residencial Mogi Das Cruzes Life	2008	100		2011	351	12
Residencial Itaim Paulista Life I	2008	100	1,165.67	2011	160	0
Residencial Santo Andre Life II	2008	100	932.54	2011	49	96
Residencial Curuca	2008	100	1,215.54	2009	160	99
Residencial Bunkyo	2008	100		2011	332	2
Residencial Ferraz Life I	2008	100	1,165.67	2012	792	11
Residencial Portal Do Sol	2008	100		2012	282	26
Residencial Das Flores	2008	100	1,165.67	2010	156	3
Residencial Colina Verde	2008	100	1,165.67	2011	200	100
Residencial Spazio Felicitta	2008	100	1,905.81	2011	180	99
Residencial Parque Ipe	2008	100	1,049.10	2010	77	100
Residencial Recanto Dos Passaros I	2008	100		2012	200	2
Residencial Clube Vivaldi	2008	100	1,165.67	2011	174	90
Residencial Monaco	2008	100	1,384.23	2012	233	
Residencial Vila Nova Life	2008	100	1,165.67	2011	108	96
Residencial Monte Cristo I	2008	100		2010	96	
Residencial Brisa Do Parque	2008	100	2,752.84	2010	53	100
Residencial Renata	2008	100		2009	200	5
Residencial Villaggio Do Jockey II	2008	100	2,488.14	2011	188	100
Residencial Jardim Girassol II	2008	100	3,089.17	2010	520	73
Residencial Parque Romano	2008	100	1,107.39	2011	362	13
Residencial Santana Tower I	2008	100	1,694.06	2011	448	88
Residencial Santana Tower II	2008	100	1,694.06	2012	448	68
Residencial Salvador Life I	2008	100	1,165.67	2010	280	100
Residencial Salvador Life II	2008	100	1,165.67	2010	180	99
Residencial Salvador Life III	2008	100	1,165.67	2011	480	99
Residencial Vila Mariana Life	2008	100	291.42	2010	92	100
Residencial Villa Rica Life	2008	100	641.12	2010	220	99
Residencial Ciro Faraj	2008	100	4,235.14	2009	71	100
Residencial Gama J.A.	2008	100	4,196.41	2010	72	0
Residencial Parque Lousa	2008	100	17,718.18	2011	302	75
Le Grand Orleans Tower	2008	100	5,929.20	2011	112	11
Residencial Bela Vista	2008	100		2008	101	87
Residencial Marata	2008	100	19,583.26	2011	400	42
Residencial Estrela Nova 1	2008	100		2010	432	15
Parque Toulouse Life	2008	100	932.00	2010	192	100
Residencial Ilha De Capri	2008	100	932.00	2012	224	4
Parque Montebello Life I	2008	100		2010	256	6
Residencial Parque Das Aroeiras Life	2008	100	932.54	2010	240	80
Residencial Monte Carlo I	2008	100	2,964.60	2010	92	100
Residencial Chacaras Bom Jesus Life	2008	100	932.54	2011	143	38
Residencial Arvoredo Life	2008	100	932.54	2009	14	100
Residencial Sao Francisco Life	2008	100	1,165.67	2010	80	98
Residencial Betim Life	2008	100	932.00	2011	108	100
Residencial Portinari Tower	2008	100	7,199.74	2011	136	100
Residencial Madri Life I	2008	100	932.54	2011	160	100

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Project Description	Year Launched	Gafisa Participation (%)	Usable Area (m²)(1)(2)	Completion Year	Number of Units(2)	Units Sold (%) (as of December 31, 2009)
Residencial Madri Life II	2008	100	932.54	2011	160	100
Residencial Bahamas Life	2008	100	1,165.67	2010	40	100
Residencial Napole Life	2008	100	1,165.67	2011	140	100
Residencial San Pietro Life	2008	100	2,797.61	2010	172	74
Residencial Boa Vista	2008	100	2,214.77	2010	38	92
Residencial Villa Bella	2008	100		2009	16	100
Residencial Bologna Life	2008	100	1,049.10	2010	306	100
Residencial Chacara Das Flores	2008	100	1,165.67	2011	120	100
Residencial Las Palmas Life	2008	100	8,160.00	2011	131	97
Residencial Arezzo Life	2008	100	6,994.00	2011	120	99
Residencial Di Stefano Life	2008	100	6,994.00	2011	120	100
Residencial Vermont Life	2008	100	11,190.00	2011	192	27
Residencial Piedade Life	2008	100	23,080.00	2010	1008	34
Residencial Jangadeiro Life	2008	100	10,491.00	2010	180	100
Residencial Atelie Life	2008	100	6,563.92	2010	108	100
Residencial Cidades Do Mundo Life	2008	100	8,392.82	2009	144	100
Nova Marica Life	2008	100		2012	468	44
Casa Blanca Life	2008	100	9,325.00	2011	154	40
Residencial Malaga Garden	2008	100	15,246.00	2009	300	99
Residencial Gibraltar Garden	2008	100	15,246.00	2009	300	100
Espaco Engenho Life I	2008	100	4,663.00	2010	80	100
Espaco Engenho Life II	2008	100	4,604.00	2010	79	100
Comendador Life I	2008	100	13,614.95	2011	210	7
Comendador Life II	2008	100	10,696.75	2013	165	7
Moinho Life	2008	100	12,065.00	2011	207	4
America Life	2008	100	8,101.00	2011	139	82
Madureira Tower	2008	100		2012	144	0
Porto Life	2008	100	4,663.00	2011	76	78
Residencial Mondrian Life	2008	100	36,369.00	2011	624	89
Residencial Parque Arboris Life	2008	100	13,056.00	2011	214	81
Residencial Daltro Filho	2008	100	9,325.00	2009	160	100
Residencial Bartolomeu De Gusmao	2008	100	15,154.00	2008	260	79
Residencial Papa Joao XXIII	2008	100	13,056.00	2011	224	64
Residencial Vivendas Do Sol II	2008	100	11,657.00	2010	200	99
Residencial Juscelino Kubitschek I	2008	100	9,325.00	2011	160	76
Residencial Juscelino Kubitschek II	2008	100	15,154.00	2011	260	15
Residencial Figueiredo II	2008	100	12,822.00	2010	220	100
Residencial Figueiredo I	2008	100	12,822.00	2011	220	76
Parque Baviera Life	2008	100	29,142.00	2011	500	50
FIT Vila Allegro	2008	50	35,804.00	2011	298	100
FIT Terra Bonita	2008	51	5,736.00	2011	304	35
Città Lauro de Freitas	2008	50	17,778.00	2010	304	100
FIT Coqueiro Stake Acquisition	2008	20		2010	570	
FIT Mirante do Lago Phase 1	2008	70	33,947.00	2011	461	
FIT Mirante do Parque	2008	60	42,259.00	2011	420	85
FIT Palladium	2008	70	19,498.00	2010	229	93
FIT Parque Lagoinha I	2008	75	12,712.00	2010	212	28
FIT Planalto	2008	100	34,682.00	2010	472	83

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Project Description	Year Launched	Gafisa Participation (%)	Usable Area (m²)(1)(2)	Completion Year	Number of Units(2)	Units Sold (%) (as of December 31, 2009)
FIT Jardim Botânico Paraiba	2008	50	23,689.00	2011	310	43
FIT Parque Maceió	2008	50	29,474.00	2010	470	49
FIT Cristal	2008	70	11,278.00	2011	154	88
FIT Vivai	2008	90	37,427.00	2011	640	74
Città Itapoan	2008	50	27,775.00	2010	374	100
FIT Filadélfia	2008	60	29,144.16	Canceled	443	100
FIT Novo Osasco	2008	100	17,331.00	2011	296	94
Itaúna Life	2007	100	7,779.46	2009	128	99
Madureira Life	2007	100	3,889.73	2008	64	94
Cittá Alcântara	2007	100	19,999.00	2010	370	99
Sant anna Life	2007	100	4,430.00	2009	76	100
Morada das Violetas	2007	100	3,548.00	2009	64	98
Pompéia Life	2007	100	11,657.00	2010	200	97
West Life	2007	100	4,663.00	2009	80	95
Arsenal Life	2007	100	6,819.00	2008	481	
Pendotiba Life	2007	100	9,325.00	2010	160	99
Bandeirantes Life	2007	100	15,154.00	2010	260	75
Telles Life	2007	100	3,730.00	2009	64	91
Nova Guanabara	2007	100	11,405.00	2009	211	100
Vila Riviera / Vila Positano Phase 1	2007	100			84	0
Piacenza Life	2007	100	16,727.00	2011	287	95
Parma Life	2007	100	15,329.00	2010	263	97
Firenze Life	2007	100	13,988.00	2011	139	99
Duo Valverde	2007	100	6,652.00	2010	120	82
Duo Palhada	2007	100		Canceled	224	5
Humaitá Garden	2007	100	13,128.00	2008	200	99
Aroeira Garden	2007	100			120	0
Belford Roxo Garden	2007	100	10,723.02	2009	608	12
Primavera Ville	2007	100	13,009.92	2011	256	96
São Matheus Life	2007	100	8,392.82	2010	144	94
Laranjal Life	2007	100		Canceled	160	4
Hamburgo Garden	2007	100			162	9
Munique Garden	2007	100			136	23
Neves Tower	2007	100		Canceled	104	13
Santa Rita Life	2007	100			112	1
Novo Jockey Life I	2007	100			500	
Novo Jockey Life II	2007	100			180	
Residencial Jardim dos Girassóis	2007	100			60	95
Residencial Lisboa	2007	100	12,123.00	2009	280	100
Residencial San Marino II	2007	100			60	100
Residencial Villa Park	2007	100	17,485.00	2009	300	94
Residencial Vila Coimbra	2007	100	8,648.00	2009	156	100
Residencial Vale Nevado	2007	100			46	98
Residencial Vitória Régia	2007	100	21,835.00	2009	64	41
Residencial Vale do Sol	2007	100	4,324.00	2009	80	16
Residencial Pacifico	2007	100	2,798.00	2009	48	100
Residencial Ferrara	2007	100	6,209.00	2010	112	98

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Project Description	Year Launched	Gafisa Participation (%)	Usable Area (m^2)(1)(2)	Completion Year	Number of Units(2)	Units Sold (%) (as of December 31, 2009)
Residencial Villa Esplendore	2007	100	9,325.00	2011	160	79
Residencial Montana	2007	100			104	1
Residencial Morada de Ferraz	2007	100	7,317.00	2009	132	98
Residencial Santo André Life	2007	100	10,491.00	2011	180	69
Residencial Santo André Life I	2007	100	7,460.00	2011	128	75
Residencial Itaquera Life	2007	100	6,994.00	2010	120	96
Residencial Jardim São Luiz Life	2007	100	13,871.00	2010	238	98
Residencial Duo Jardim São Luiz	2007	100	2,217.00	2011	40	65
Residencial Aricanduva Life	2007	100	10,491.00	2009	180	92
Residencial Guarulhos Life	2007	100	9,325.00	2011	160	87
Residencial Lajeado Life	2007	100	6,994.00	2012	120	24
Residencial Azaléias	2007	100	2,917.00			