Operator: Good morning, ladies and gentlemen. At this time we would like to welcome everyone to GOL Linhas Aéreas Inteligentes' 4Q08 results conference call. Joining us today are Mr. Constantino de Oliveira Junior, President and CEO, Leonardo Pereira CFO and Investor Relations Officer and Mrs. Anna Cecilia Bettencourt, Finance Director.

We would like to inform you that this event is recorded and all participants will be in listen-only mode during the company's presentation. After GOL's remarks, there will be a question and answer session for industry analysts. At that time, further instructions will be given. Should any participant need assistance during this call, please press *0 to reach the operator.

Today's live webcast, including both audio and slide show, may be accessed through GOL's website at www.voegol.com.br/ir.

Before proceeding, let me mention that forward-looking statements will be made under the Safe Harbor of the Securities litigation reform act of 1996. Forward-looking statements are based on the beliefs and assumptions of GOL management and on information currently available to the company. They involve risks, uncertainties and assumptions because they relate to future events, and, therefore, depend on circumstances that may or may not occur in the future. Investors should understand that general economic conditions, industry conditions and other operating factors could also affect the future results of GOL, and could cause results to differ materially from those expressed in such forward looking statements.

Now, I'll turn the conference over to the President and CEO Mr. Constantino de Oliveira, who will begin the presentation. Mr. de Oliveira, you may begin your conference.

Junior: Good afternoon, and welcome to GOL's fourth quarter 2008 results conference call.

I would like to start on slide number 1 with an overview of 2008, followed by our strategic vision for 2009.

The second half of 2008 was marked by significant transformation at GOL: the integration of GOL and VARIG to benefit from the companies' complementary competitive advantages.

Since October of last year, we have operated as one strong company, with a new integrated route network serving the Company's unified structure. The new network gives us more efficiency and enabled the creation of non-stop flights between cities that were until now unconnected.

The unified operations also enabled us to create new products and services that are attractive for all types of customers, developing a diversified portfolio of revenues. I would like to emphasize the following three subjects:

First, we decided to concentrate operations in the leading traffic-generating centers of Brazil and South America, with lower operating costs, promoting with more diversified customer segments. This decision also makes GOL's operations more attractive to international long haul players. For instance, we have recently entered two key interline agreements with American Airlines and Air France, and catered to business travelers by introducing medium haul flights in South America.

Another highlight is the SMILES program, the largest frequent-flyer program in South America. This program makes the company more attractive to discerning passengers, meeting the needs of both business, seasonal and leisure passengers. With SMILES, GOL has the opportunity to penetrate the business travel market even further, creating more opportunities for revenue generation.

Selling miles directly to business partners such as banks, credit card companies and gas stations is another opportunity to generate revenue, since consumers are attracted to products or programs that offer miles as an additional reward for their purchases. As a result, the SMILES program also attracts large corporations that are interested in connecting their products and services to a well-known brand, while creating a means of providing advantages to their customers.

The third highlight consists of international partnerships of greater significance, such as the code share agreement, which will be possible with IOSA certification. This certification, combined with our current position in the market, will enable us to make significant progress in international partnerships, increasing traffic volume in our route network and adding even more value to the SMILES program, since passengers will be able to use their miles for long haul flights through these partnerships.

[slide 2]

The next slide shows key highlights of our strategy for 2009.

REVENUES
To increase revenue, despite the current adverse macroeconomic scenario, we are going to continue to offer low fares, develop new revenue-generating channels, and focus on our customers, offering quality, safety and punctuality.

To continue focusing on customers, we are continuing to improve our route network, optimizing every part of the process, such as expanding new, profitable routes, and creating new benefits for different passenger segments who frequent high-traffic and high-competition routes.

For example, we have reinstated Rio-São Paulo shuttle, offering flights every half hour, and expanded the SMILES program to include GOL passengers as well. We are also continuing to invest in our Voe Fácil, which allows customers to purchase tickets in up to 36 installments, offering fares and payment conditions similar to purchasing an interstate bus trip – buses can take up to three days to arrive at their final destination, while an airplane takes less than five hours, including time spent at layovers.

QUALITY AND SAFETY
This is the client’s year. We are working more and more to provide greater quality services and safety are always investing in systems or procedures that improve punctuality, make the ticket purchasing process easier for our customers, increase mileage utilization and improve our customer service in our call center.

The IOSA certificate which is coming, is result of the high aircraft maintenance quality, the expectation to be concluded until 3Q09.

COSTS
On the other hand, lowering costs is also a key strategy of our business model, and we are working to meet several important goals this year. We have moved our headquarters to Congonhas Airport to reduce G&A expenses, and we continue to develop our route

network. To increase aircraft efficiency, we're standardizing the fleet with modern airplanes, such as the Boeing 737 NG, and GOL is the only company in the world - which practically does not require block checks, leading to cost reduction and maximization of the aircraft's use.

Finally, our continued focus on financial management. At the end of the presentation, our new CFO, Leonardo Pereira, will discuss the details of Friday's capital increase announcement, designed to keep the company highly competitive and reinforces our shareholders' confidence in the business.

First though, I would like to pass the floor to Anna Cecilia, our finance director, who will comment on the quarter's financial and operating performance. Thank you.

Thanks Junior, good afternoon everyone. On slide #3, we have the quarter's main highlights. GOL's revenue reached 1.5 billion this quarter, up 5.2% from 4Q07. Revenue from passenger transportation, which recorded an increase of 6.1% to nearly 1.5 billion, is a result of increased yield from the new integrated route network, that eliminated overlapping routes and flight frequencies between GOL and VARIG.

In this context, RPKs decreased 14.3%, while ASKs decreased 2.5%.

As a result, operating revenue per available-seat-kilometer (RASK) increased 7.9% to 16.37 BRL cents in 4Q08. The average fare rose 23.8% to R$266.

Load-factor declined 8.2 percentage points to close the quarter at 59.5%; at the same time, breakeven occupancy fell 13.9 percentage points to 57.4%.

CASK fell 1.2% in the quarter. This drop was a result of a reduction in fuel prices and the restructured route network, which no longer operates inefficient intercontinental flights. Ex-fuel CASK increased 3.1% to 10.68 BRL cents. The key factor increasing ex-fuel CASK were non-recurring expenses of approximately R$58 million with maintenance, repair and aircraft return incurred in the quarter, in addition to the effect of the depreciation of the real against the dollar.

Even considering non-recurring expenses, the RASK – CASK spread was R$0.57 cents, compared to a negative R$0.82 cent spread in 4Q07, leading to a growth of 169.1% in EBITDAR to R$296.5 million in the quarter; operating profit reached R$54 million with a margin of 3.5%.

On slide #4, we present 4Q08 net income vs. 4Q07.

Among the main differences from 4Q07 results, we see higher revenue and lower jet fuel consumption and price.

The negative financial result in the quarter was due to the net exchange rate variation, with no cash effect on the Company's assets and liabilities as the main driver of the net loss of R$687 million.

On slide #5 we have the disciplined growth fleet plan updated for the upcoming years, which will reduce the average age of the fleet, these new aircraft have lower operational costs and are more fuel efficient.

We expect with the incorporation of the new 737-800s aircraft to the fleet generates a significant cost saving. The new aircraft are equipped with winglets which saves up to 3%

in the fuel consumption in the year, bringing better performance and without stopping in more distant flights.

The fleet plan will be comprised mostly of Boeing 737 NGs, and have a projected growth of 108 aircraft by the end of 2009, 115 by 2010, 121 by 2011 and 127 by 2012, representing a 4% compounded average growth rate in seats between 2009 and 2012.

During 1Q09, GOL's fleet modernization program will replace four old jets with five next-generation models, maintaining 4Q08 seat capacity levels in the domestic and international markets.

On slide #6, we've provided general guidance for 2009 for the investors and analysts who project our results. Changes against previous guidance refer to the revisions to the exchange rate, fuel cost, tax rate and estimated domestic market growth of between 2% and 4%. We expect to transport 28 million passengers with 41 billion ASKs, and 24 billion RPKs. We expect to close the year with a fleet of 108 aircraft.

We project average fuel cost per liter at R$1.62 for 2009. We estimate non-fuel CASK will reach R$9.5 cents, partially due to maintenance costs of returned aircraft and a lower aircraft utilization rate.

We expect the addition of larger and more cost-effective aircraft will partially offset occasional increases in fuel prices.

I will now invite our Finance and Investor Relations Vice President, Leonardo Pereira, to comment on our capital structure. Leonardo, please.

Thank you, Anna. Good afternoon, everyone. On slide #7, we provide a quick view of our financial position.

Although our ratio cash position to annual net revenue is below our global peers, one of our aims in 2009 is to improve this ratio.

As Constantino and Anna have already indicated, our operations have already been adjusted followed by VARIG´s acquisition and the integration of both operations.

In the last 2 quarters, the operating revenue minus the operating cost is positive.

The capital increase announced last Friday is another clear indicator that the Company has been doing the right thing. It shows the support from the controlling shareholder and his belief that the management team is implementing correctly the Business Plan that has the clear aim to keep operations on the blue track.

The objective of this capital increase is assure that the Company can maintain its key, long term investments and confirms our position of having a low cost operation with a young and efficient fleet.

Even under this scenario of cash levels lower than what could be ideal, if we look at slide 7, it is clear that we have a comfortable position in terms of meeting our short term debt obligations.

Our total cash and cash equivalents and receivables in the amount of R$937 million and R$760mm if we exclude restricted cash is quite adequate to cover our short-term financial debt of R$112 million (consisting of short-term loans).

Short term financial leasings of 25 aircraft that total R$158mm are booked on our balance sheet according to IFRS.

If we take a closer look , from a cash flow point of view financial and operating leasings are equal, with monthly payments to lessors similar to other rental agreements well covered by our cash flow generation that has been a strong driver since July 2008.

The short term balance of R$697.7 million refers to a pre-delivery payment facility (PDP facility) to fund the advance payments that are made before aircraft delivery , according to the previously disclosed delivery schedule, and are backed by the R$ 957 million pre delivery deposits booked as property plant and equipment in our balance sheet.

The workflow of these operations is as follows:

• Each aircraft delivered according to the schedule had a pre delivered deposit of 30% or 15% of the total value of the aircraft. This percentage changes if the PDP is being funded by equity or a PDP Facility, which has the lower prepayment requirement.)

• Once the aircraft is delivered, we are currently financing close to the total amount using sale lease back structures or long term loans guaranteed by EXIM Bank.

• We have already structured these two funding mechanisms to meet 100% of our 2009 and part of our 2010 delivery schedule.

Lets move now to our long term financing, where R$ 1.4 billion represent the long term portion of the 25 aircraft financial leases and an additional R$ 608.7 million in loans that we divide in two categories:

1- Senior notes maturing in 9 years, 2017.
2- Long term loans totaling around R$ 127 million that mature in the next 5 years, or R$ 25 million per year, which is an adequate paymentadequate payment schedule for our current position.
3- A perpetual bond that has no impact on the co´s cash flow and should be viewed as quasi capital.

For more details, on the capital increase, we can look at slide 8.

We are pleased by our shareholders' continue support, showing commitment to and alignment with Management's strategy to provide additional protection for the short term.

To conclude, GOL has a balanced position between its short term liquid assets and its short term debt obligations. Additionally, the Company is generating positive operating cash flow.

Thanks again, everyone, for joining today. I'd like to now begin the Q&A session.

Participant from Raymond James:

Thank you for taking the question, I am going to ask one and I think Jim has a follow up. Just with regard to your load factor guidance, it looks like it is 59% for 2009 versus the 64% that you had previously. Can you to just talk about what you are seeing and what lead you to take your load factor assumptions down, and specifically any comments that you have around the yields environment now or going forward versus when you had that 64% load factor assumption?

Constantino de Oliveira Júnior:

Good morning, the load factor reduction that we presented relates to lower demand growth for 2009, as we expect a lower GDP growth for the economy in the Country than what we were expecting at the end of last year. So, because of that we adjusted our guidance, and also we adjusted our load factor as well as the AFK remained at the same level.

Regarding the yields, we are not providing any guidance for yields at this time, but the market, we are ready going on 2009 and we are seeing that there is at this time, during the 1Q and 2Q of the year, that is a seasonal period where the yields come down a little bit with promotions and this kind of things. But for the whole year, and also for these quarters, I cannot predict what the yields will be as we do not provide guidance for yields.

Participant from Raymond James:

In the past I think you described the yield environment as rational. I just wondering in the context of sure to high single digit capacity growth, it looks like 14% growth by TAM. During January and February would you describe the yield environment as still rational or you see an increased competition.

Constantino de Oliveira Júnior:

We follow the movement from TAM, and if we compare that with their fleet plan projections I guess they did the larger part of their growth during this 4Q, which means that they increased a lot of AFK. I cannot tell you that that creates an irrational environment for yields, for sure, but it keeps a very competitive trend, but I cannot tell that it created an irrational environment.

Raymond James:

Thank you, Junior, and I think Jim has a question.

Jim, Raymond James:

Good morning, I would like an update on the prospects for placing, subleasing or selling the seven Boeing 767 that you have as a carry over for Varig long-haul. What is the status of those aircraft? What are the prospects that you may be able to the sublease or sell those aircraft?

Constantino de Oliveira Júnior:

Jim, at this time we still have all the seven 767 in our fleet, they are grounded. We have some LOIs signed to place, today we have LOIs for three two of them, but you know LOI does not mean that we closed the deal but we are working to that, to replace them with a sube leases or even wet leases something like that to really reduce these losses, and even for further increase our revenues, but at this time we still have all the seven 767 grounded.

Jim:

OK, and then secondly, with regards to Azul, the recently started airline is growing pretty rapidly I think operating from Campinas. I believe you have some flights from there as well. What is GOL doing to compete with Azul? And also Azul recently gained as did GOL I believe to fly from Santos Dumont in Rio to São Paulo or Campinas, is GOL going to initiate flights from Santos Dumont to Campinas? What are you doing with regard to competing with Azul?

Constantino de Oliveira Júnior:

OK. Jim, thank you. We have been working hard to really provide to our customers a reliable service and working to be the most punctual airline in our Country and we have been doing that during these few months in 2009, not only in Campinas or where we are competing with Azul, but everywhere.

Regarding Campinas and Santos Dumont, we are serving Santos Dumont with shuttle service between Rio and São Paulo, or between Santos Dumont and Congonhas with almost 26 flights a day, and also we requested for another 15 flights to ANAC to serve Santos Dumont flights to Vitória in Espírito Santos, to Campinas, to Belo Horizonte, and also to Brasília at this time.

So, probably we will have to select just three of these destinations to provide a better service using these 16 new flights or flights from Santos Dumont at this time. So considering that we will be able to compete in Santos Dumont, we do have a good presence in that airport as we are serving a shuttle between São Paulo and Rio, and also we will be able to fly with the next-generation aircraft, with great performance at that airport that will support our operation I think in this three I said. These three destinations will come from Brasília, Belo Horizonte, Vitória and Campinas. So we are now working in our plan to select three from these four destinations to really start our flights on April 20th or on April 22nd.

Jim:

OK, thank you.

Natalia Lacava, Credit Suisse:

Hi. My question regards to the hedge position. You registered in the 4Q08 losses of R$414 million and I wanted to understand what exactly impacted because I was expecting a positive impact from the FX hedge. Thanks.

Anna Bettencourt:

This FX hedge that was recognized this quarter related, remember that we do the hedge accounting, which means that this quarter these numbers impacting our income statement are related to past hedges that we were only delivering this quarter, and they are at a maybe very small position relating that we maintained, remember that at the end of the 3Q we had 3% of our hedges we maintained for the 4Q, so basically the hedge results in this quarter were and were unwind in the 3Q08.

Natalia Lacava:

OK. Thank you.

Nick Sebrell, Morgan Stanley:

Hi, two questions from me. The first is a follow-on on Santos Dumont. In the opening of that airport to regional flights, it is king of a big deal, I know some people, some politicians were not in favor of it, do you see any other opportunities for airports to be liberalized, I am thinking if that occurs to the city airport in Belo Horizonte, or maybe any others, if you could talk about that for a bit.

And then the second question regards fleet flexibility. If the weak economy, both in the world but also in Brazil continues for significantly longer, what kind of flexibility might you have to change the fleet composition in 2010? Thank you.

Constantino de Oliveira Júnior:

Talking about the central airports and the airport rules, we have to understand that the law, which created ANAC, the Agency, says that the Agency will have to work to follow the policy of freedom for the commercial airline market, which means ANAC doing that probably in the future will not create any restrictions to flights to any airport that has condition to receive certain kinds of airplane, which means if the airport capacity allows the airline to operate there with the fleet, or with the right aircraft, probably ANAC will create restrictions for that.

For instance, if I not wrong, they will follow the policy that created the Agency and will open the market. That does not mean all the airports will be able to return to the same situation that we had in the past, airports like Pampulha, where all the flights from and to Belo Horizonte were operating there, probably now with the new rules, the restrictions will be there about capacity, but not talking about any kind of legal restriction.

For the second part of your question, talking about fleet flexibility for 2010, we still have a number of opportunities to discuss with the Boeing company, with the factory, to postpone some delivers, but that is a discussion, it is not closed yet, but it is the possibility. And also, we still have the opportunity to execute some kind of early return from some NGs, but that option could cost more than the other, so it is the second option today.

Nick Sebrell:

And if we look forward to 2011, are the leases coming due that you could return or you will just make sure in 2010?

Constantino de Oliveira Júnior:

From 2011 beyond we will have these determinations going forward, and we will have the flexibility to review or not these leases and even adjust our fleet network to the right positions in comparison with demands.

Nick Sebrell:

OK. Thank you.

Daniela Bretthauer, Goldman Sachs:

Hi, good morning. Ana, perhaps could you explain us what were the main changes for GOL as it relates to IFRS accounting? I mean, it looks like part of your R$500 million loss for currency could be related to that. So, can you just clarify a little bit on the IFRS impact?

Is that going forward? And would you provide restated statements for the historical? Thank you.

Anna Bettencourt:

In terms of our financing on a per quarter basis will be a release in IFRS so you will have the ability to work with the comparison. In terms of the main differences, I would say that in general terms they are more or less similar, but they some have specific lines that changes, if you go in deep details of each line, the concept is the same but the application might be a bit different.

I would say that financial lease treatment compared to operating lease, but in general terms what really changes is the provisions that we make comparing to the US GAAP and IFRS. For instance, we make provisions, with the IFRS, we did not have a provision related to maintenance for the engines, for the total engines. Right now with the IFRS this provision is made, in addition, we have in terms of the lease again, the provision is for the returning of our aircraft.

With the US GAAP, this provision was made 12 months prior to the return while at IFRS these provisions is made at the insertion of the aircraft. These changes also in total extend the monetary variation impact on the Company results.

Daniela Bretthauer:

Would you be able to tell us lack of this R$501 million FX non-cash impact in the quarter, how much is due to IFRS and how much is due to the normal mismatch between assets and liabilities in USD? I mean, because I thought the number was kind of twice what I was expecting and when you look there was an increase in your short-term and long-term debt, which may be a function of just the FX impact because in the quarter there was only R$51 million of actual new debts, that you took on going back to the comment of only US$700 million in hedge, it looks like it was twice that amount. I am just having a difficulty to understand why the R$500 million was much higher than we were expecting.

Anna Bettencourt:

First of all, Daniela, this is IFRS and to provide a table reconciliating from one to the other, this is something that would not be very meaningful, but what we can tell is that these provisions that I mentioned represent R$247 million of the provisions that the Company made, which certainly affect the monetary exchange variation.

Daniela Bretthauer:

It could half of that roughly or?

Anna Bettencourt:

Yeah, I mean, maybe, if you go line by line it is not as simple as you are mentioning, but R$247 million mixed provisions in our balance sheet changes given the impact of the total Company's results.

Daniela Bretthauer:

OK. Thank you.

Jaime Baker, JPMorgan:

Good morning, everybody. I realize that you are reluctant to give any yields forecast, I was hoping then that you could give us a feel month by month by how RASK decelerated in the 4Q, RASK was at I believe about 22% in the 3Q and about 9% in the 4Q, does that imply in the final month of the year that RASK was in fact negative?

Anna Bettencourt:

RASK was positive. OK? If you look in the 1Q09 RASK has been positive, what we think is that this year is going to be the year of the passenger, we are seeing a rational market. We will keep stimulating demand, but what we looked at so far the yields in the half of the 1Q09 has been positive, comparing, I mean, maintaining or even more than the monthly basis comparing to last year.

Jaime Baker:

OK. And secondly, would you be able to provide system AFKs by quarter? I did not see that in the release. Just on the percentage change basis is fine.

Anna Bettencourt:

On a quarterly basis I see total systems, I mean 3Q comparing to 4Q it would be pretty much flat as we mentioned, and then it will be a more or less maintained, I mean, it will be a slightly increase in the 2Q and then maintained for the end of the year. And we will releasing 40.5 AFK as we provided to the market

Jaime Baker:

OK. Thank you very much.

Rodrigo Goes, UBS:

Hi. A quick question on the law associated with fuel and FX hedges which totals R$112 million. I was wondering and you might have talked about this, but I was wondering if that is a cash loss, if not how much of it is a cash loss? And also if you could provide us with some color as to what the fuel will look like in the 1Q given that we already know what WTI and the FX did during the quarter. Thank you.

Anna Bettencourt:

Thank you, Rodrigo. Just for everyone to understand, the Company uses and we maintain with the IFRS the same and the previous concepts that we had in terms of accounting our hedges. So what we recognize is that this cost is really a result from the unwind that we did in the 3Q and the 3% provision that we had in the 3Q in relation to the 4Q.

So this represents a set of results that we accounted today, so that is not a large portion of our cash related to this, because most of our hedge is one line during the 3Q08. We rebuild up our hedge position during the 4Q, currently what we have is more or less about 20% of our fuel consumption hedged for 2009, and this hedge was made with an average of around US$60 per WTI.

Rodrigo Goes:

OK. Alright. Thank you.

Dan McGoey, Deutsche Bank:

Good morning, my question is related to the offering and I apologize if I missed, but did you expansively the level of commitment from the controller shareholders, have they committed to fully subscribe to their portions and how about on any non-taking up breaks from the market as a whole? Thank you.

Leonardo Pereira:

Yes, what we have said is that the controlling shareholder is taking proportionally all, what is equivalent to its current stake and they may consider taking leftovers.

Dan McGoey:

OK. Thank you.

Saul Diaz, Santander:

My first question was already answered, my second question is still related to the offering. In the case of the Company did not opt for this share issuance, would there be any risk of the Company exceeding its covenants or, I do not know, no meeting any of the short term obligations?

Leonardo Pereira:

OK. The main reason behind the share issuance has nothing to do it with the covenants. And as I mentioned before, if you look at our current liquidity position and our short-term obligations for 2008, we are quite comfortable and our rations are very comfortable in terms of meeting these obligations.

The main reason behind the share issuance it is only to assure that our long-term business plan can be implemented, which in a situation of high volatility that we have as a cushion. In other words, it was a pro-active measure from the controlling shareholder, and it showed and I think it is a very strong indicator of his confidence that the way the management is implementing its business plan is correct.

Saul Diaz:

OK. Alright. Thank you.

Isabela Becchi, JPMorgan:

Hi guys. My question is relating to the financing. I understand that your commitment for 2009 in terms of CAPEX is R$170 million into delivered deposits plus almost R$2 billion in aircraft acquisitions. I wanted to understand exactly how much of that you have already financing committed and also if you have any credit lines currently not used that you can access this year. Thank you.

Anna Bettencourt:

Isabela, what we can tell you is that 2009, and almost all deliveries of 2010 are pretty much financed, committed financed, this is related to aircraft deliveries. In terms of fee deposits payments, in deposits we have a facility that covers aircraft to be delivered up to, it will move due to the Boeing strike, up to December and now it is up to February, this is related to the delay that Boeing caused related to their strike.

And in terms of new credit lines, what we have is that we have is an uncommitted facility related to credit cards receivables that we have not been using, accessing this credit card direct through the credit card companies.

Isabela Becchi:

OK. And how much is that? Can you tell us?

Anna Bettencourt:

If you look at the total receivables that we have, this is the total asset that we have that we can anticipate.

Isabela Becchi:

OK. Thank you.

Operator:

This concludes the question-and-answer session. At this time I would like to turn the floor back to Mr. Constantino de Oliveira Junior for any closing remarks.

Constantino de Oliveira Junior:

OK. Once again thank you very much for your interest in GOL.

Operator:

Thank you. This concludes today's GOL Linhas Aéreas Inteligentes 4Q08 results conference call. You may now disconnect.