



EQUATORIAL ENERGIA S/A
Corporate Taxpayer's ID (CNPJ/MF): 03.220.438/0001-73
Company Registry (NIRE) 2130000938-8
Publicly-Held Company

MINUTES OF THE BOARD OF DIRECTORS' MEETING
HELD ON SEPTEMBER 26, 2014

1. DATE, TIME AND VENUE: On September 26, 2014, at Equatorial Energia's ("Company") branch in the city of Rio de Janeiro, located at Avenida Borges de Medeiros, 633, Gr. 708, Leblon, Offices Shopping Leblon, CEP 22430-041, at 5:00 p.m.

2. CALL NOTICE: Call notice was sent through e-mail to all members of the Boards of Directors

3. QUORUM AND ATTENDANCE: The following Board members were present: **Firmino Ferreira Sampaio Neto, Gilberto Sayão da Silva, Alessandro Monteiro Morgado Horta, Carlos Augusto Leone Piani, Paulo Jerônimo Bandeira de Mello Pedrosa, Celso Fernandez Quintella and Eduardo Saggiaro.**

4. PRESIDING: Chairman: Carlos Augusto Leone Piani; Secretary: David Abdalla Pires Leal.

5. RESOLUTIONS: The meeting was instated; Mr. Carlos Augusto Leone Piani was in the chair and invited Mr. David Abdalla Pires Leal to act as the secretary. The following resolutions were approved by unanimous vote:

- (i) To approve, in accordance with Article 17, paragraph "p" of the Company's Bylaws, the authorization to grant loan to its subsidiary, Centrais Elétricas do Pará S/A – CELPA – In Reorganization, worth up to R\$100,000,000.00 (one hundred million reais), with a term of two (02) years from the first date of funds release of funds, met all relevant regulatory requirements;
- (ii) To authorize the provision of guarantees by the Company in favor of its subsidiary, Centrais Elétricas do Pará S/A – CELPA – In Reorganization, the amount of R\$10,000,000.00 (ten million dollars) , to ensure compliance with fundraising contract for working capital to be signed between the the subsidiary and Banco Guanabara S/A; and



- (iii) To authorize the Board or its attorneys to take all actions necessary to the formalization and improvement of the operation approved on previous resolutions, and may, therefore, sign any and all documents and instruments necessary.

7. CLOSING: There being no further business to discuss, the meeting was adjourned for the drawing up of these minutes, which were read, approved and signed by all the undersigned members.

8. SIGNATURES: **Chairman:** Carlos Augusto Leone Piani, **Secretary:** David Abdalla Pires Leal; **Members of the Board of Directors:** Firmino Ferreira Sampaio Neto, Gilberto Sayão da Silva, Alessandro Monteiro Morgado Horta, Carlos Augusto Leone Piani, Paulo Jerônimo Bandeira de Mello Pedrosa, Celso Fernandez Quintella and Eduardo Saggiore.