



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 JANUARY 10, 2014

1. DATE, TIME AND VENUE: On January 10, 2014, at Equatorial Energia's branch in the city of Rio de Janeiro, located at Avenida Borges de Medeiros, nº 633 – Gr. 708 – Leblon, Offices Shopping Leblon, CEP 22.430-041, at 11:00 a.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 e 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 "q" of the Company's Bylaws, the transfer by the Company to Celpa, in the amount of R\$ 195,000,000.00 (one hundred ninety -five million reais), in local currency until January 31, 2014. Such value shall be accounted for by the Company and by Celpa as advance for the future capital increase (AFCI). The AFCI is performed by the Company under Celpa's Judicial Recovery Plan, approved and ratified by the judge of the 13th Civil Court of Belém/PA on September 1, 2012 ("Judicial Recovery Plan"). The AFCI credit must be used by the Company to subscribe and pay for Celpa's capital increase to be approved at an Extraordinary General Meeting of such company, to be called soon, without prejudice to the Company subscribe and pay additional amounts to the AFCI now approved in the opportunity, whether in exercise of the preference right that will assist it under the terms of law or by unsubscribed shares.



(ii) to ratify, in accordance with Article 17, paragraph "q" of the Company's bylaws, two transfers by the Company to Celpa in the amount of R\$ 50,000,000.00 (fifty million dollars) each, held on August 09, 2013 to January 1st of this year, respectively, all recorded as advances for future capital increase (AFIC), made under Celpa's Judicial Recovery Plan, approved and ratified by the judge of the 13th Civil Court of Belém/Pa on September 1, 2012 ("Judicial Recovery Plan"). To ratify that the referred AFIC's should be used by the Company to subscribe and pay for Celpa's capital increase to be approved at an Extraordinary General Meeting of such company, to be called soon, without prejudice to the Company to subscribe and to pay additional amounts, whether in exercise of the preference right that will assist it under the terms of law or by unsubscribed shares.

(iii) to ratify the granting loans, renouncing the benefit provided for in art. 827 c/c 828, I of the Civil Code and in Articles 77 and 595 of the Brazilian Code of Civil Procedure, for a period of 01 (one) year, in favor of its subsidiary, Companhia Energética do Maranhão - CEMAR and Centrais Elétricas do Pará S/A, the fulfillment of all principal and accessory obligations from the acquisition of computer equipment, the use of computer services and software licenses, as required by its contract with AVNET TECHNOLOGY SOLUTIONS BRASIL S/A, in the amount R\$ 9,254,602.43 (nine million, two hundred fifty-four thousand, six hundred and two dollars and forty-three cents).

(iv) to authorize the Board to perform all acts necessary and/or convenient to implement the previous resolutions; and

(v) to approve the issuance of these minutes in summary form of the facts, in accordance with § 1, Article 130 of the Corporation Law.

6. CLOSURE: There being no further business to address, these minutes were drawn up, read, approved and signed by all those present.

7. 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.