



**EQUATORIAL ENERGIA S.A.**  
**Corporate Taxpayers ID (CNPJ/MF) 03.220.438/0001-73**  
**Company Registry ID (NIRE) 2130000938-8**  
**Publicly-Held Company**

**MINUTES OF THE ANNUAL GENERAL MEETING  
HELD ON APRIL 30, 2013**

**1. DATE, TIME AND VENUE:** on April 30, 2013, at the Company's headquarters, at Alameda A, Quadra SQS, no. 100, room 31, Loteamento Quitandinha, Altos do Calhau, CEP 65.071-680, São Luís, MA, at 11:00 a.m.

**2. CALL:** the terms and conditions (call notice) for calling the meeting, dated April 15, 2013, was published on April 15, 16 and 17, 2013, in the newspapers: "Folha de São Paulo", "O Estado do Maranhão" and the "Diário Oficial do Estado do Maranhão".

**3. QUORUM AND ATTENDANCE:** Shareholders were present representing 63.35% of the total voting shares, as shown by the signatures in the shareholders' presence book. (i) Mr. Eduardo Haiama, Chief Financial and Investor Relations Officer of the Company, (ii) Mr. Herton Fabrício de Sousa Teles and Ms. Shirley Nara Santos Silva, representatives of Ernst & Young Terco, independent auditors, and (iii) Mr. Sérgio Passos Ribeiro, member of the Company's fiscal council also attended the meeting, pursuant to the Law.

**4. PRESIDING:** Chairman: Eduardo Haiama; **Secretary:** José Silva Sobral Neto.

**5. DOCUMENTS FILED AT THE HEADQUARTERS:** (i) the Company's Financial Statements related to the fiscal year ended December 31, 2012, as published in the newspapers "Folha de São Paulo", "O Estado do Maranhão" and "Diário Oficial do Estado do Maranhão"; (ii) call notice of the meeting published in the newspapers "Folha de São Paulo", "O Estado do Maranhão" and the "Diário Oficial do Estado do Maranhão", and; (iii) proposal made by the Company's management regarding items included in the agenda.

**6. AGENDA:** In accordance with the terms and conditions (call notice) for calling the meeting, the agenda is: (a) to take the management accounts, examine, discuss and vote on the Company's financial statements, the Independent Auditor's report and the Company's Fiscal Council report on the financial year ending on December 31, 2012; (b) to discuss the destination of net earnings in the financial year ending on December 31, 2012; (c) to discuss the payment of dividends; (d) to determine the global annual compensation to be paid to management, and discuss the proposal approved by the Company's Board of Directors at the meeting held on March 28, 2013; (e) to discuss the election of the Board of Directors' members, and (f) to discuss the installation and work of the Company's Fiscal Council during 2013, the election of its respective members and determine their compensation;

**7. RESOLUTIONS:** Opened the sessions and noted the absences of Chairman and Vice Chairman of the Company's Board of Directors, and of the Company's CEO, assumed the



presidency of the table Mr. Eduardo Haiama, who invited Mr. José Silva Sobral Neto to be the secretary of the meeting, having been discussed and approved all the matters on the agenda:

To approve by [unanimity/majority] the preparation of these minutes in summary form and their publishing without the shareholders' signature, in accordance with the provisions of Article 130, §§ 1 and 2 of Law 6,404, dated 12.15.76 and subsequent amendments ("Corporation Law").

- a) To approve by unanimity the annual report and Company's administrative accounts, as well as the financial statements related to the financial year ending on December 31, 2012, together with the report issued by the independent auditors.
- b) To approve by unanimity the allocation of net income recorded in the financial year ending on December 31, 2012, of R\$140,995,244.54 (one hundred and forty million, nine hundred and ninety-five thousand two hundred forty-four reais and fifty centavos), which will be distributed as: (i) R\$7,049,762.23 (seven million, forty-nine thousand, seven hundred and sixty-two reais and twenty-three cents) to the legal reserve, (ii) R\$33,736,049.84 (thirty-three million, seven hundred and thirty-six thousand forty-nine reais and eighty-four centavos), equivalent to 25.19% of adjusted net income in the form of art. 202 of Law No. 6,404/76, corresponding to R\$0.17 per share, for the payment of dividends to shareholders in proportion to their shareholdings based on the shareholding of the Company on the date hereof, and (iii) to allocate the remaining amount, which is R\$100,209,432.43 (one hundred million two hundred and nine thousand four hundred and thirty-two reais and forty-three centavos), the Reserve Investment and Expansion, pursuant to art. 26, IV, of the Company's bylaws.
- c) To approve by unanimity the payment of dividends related to the financial year ending on December 31, 2012, of R\$33,736,049.84 (thirty-three million, seven hundred thirty-six thousand forty-nine reais and eighty-four centavos), equivalent to 25.19% of adjusted net income in the form of art. 202 of Law No. 6.404/76, corresponding to R\$0.17 per share, which will be distributed to the shareholders within two (02) installments, to be paid until December 31, 2013, without restatement. The Company's shares will be traded "ex dividend" from May 2, 2013 (included). Registering absences in accordance with the voting instructions filed at the Company's headquarters.
- d) To document the absence of a request for voting by the shareholders as well as the absence of a request to exercise the voting rights provided for in paragraph 4 and following Article 141 of the Corporations Act,] thereby elected by [unanimity/majority], the following members of the Board of Directors of the Company to hold office until the date of the Annual General Meeting to examine the accounts for the fiscal year ended 31/12/2014: (i) **Firmino Ferreira Sampaio Neto**, Brazilian, married, businessman, bearer of Identity Card no.005536790 issued by SSP/BA, registered with tax registration CPF/MF under no.037101225-20, domiciled in the city of Rio de Janeiro, State of Rio de Janeiro, Avenida Borges de Medeiros, 633 - GS 708 - Leblon, Offices Shopping Leblon;

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- (ii) **Gilberto Sayão da Silva**, Brazilian, married, businessman, bearer of Identity Card no.04625996-6 issued by IFP/RJ, registered with tax registration CPF/MF under the no. 016792777-90 and office in the city of Rio de Janeiro, State of Rio de Janeiro, Av Ataulfo de Paiva, 153, 5, Leblon, (iii) **Alessandro Monteiro Morgado Horta**, Brazilian, married, electrical engineer, bearer of Identity Card no.835740 issued by SSP/ES, registered with tax registration CPF/MF under no.005153267-04, with offices in the city of Rio de Janeiro, State of Rio de Janeiro, Av Ataulfo de Paiva, 153, 5, Leblon, (iv) **Carlos Augusto Leone Piani**, Brazilian, married, business administrator, bearer of Identity Card no.09578876-6 issued by IFP/RJ, registered with tax registration CPF/MF under no.025323737-84, domiciled at Av. Ataulfo de Paiva, 153, 5, Leblon, (v) **Paulo Jerônimo Bandeira de Mello Pedrosa**, Brazilian, married, engineer, registered in CRE under no.6478/D DREA DF and CPF/MF under no.309 880 471-87, with offices in Distrito Federal, Brasília na SHS Quadra 06, conjunto A, bloco C, sala 1115, Ed. Brasil XXI, (vi) **Celso Fernandez Quintella**, Brazilian, married, engineer, bearer of Identity Card no. D-18341, issued on 21/10/2007, by CREA-5th Region, RJ, registered with tax registration CPF/MF under no. 022 752 447, 00, resident and domiciled at Av. Francisco Bhering, 169, apt. 401 - Ipanema, CEP: 22080-050, Rio de Janeiro/RJ; (vii) **Eduardo Saggiore**, Brazilian, married, businessman, bearer of Identity Card no. 10217334-1 IFP/RJ, registered with tax registration CPF/MF under no.079897957-79, resident and domiciled at Rua Santa Lucia, 175, Orange, CEP: 22241-010, Rio de Janeiro/RJ, the latter two independent directors. Registering absences in accordance with the voting instructions filed at the Company's headquarters.
- e) To approve by unanimity the global annual compensation of the Company's management during 2013, of up to R\$11,500,000.00 (eleven million, five hundred thousand reais), to be distributed individually among the members of the Board of Directors and Executive Board, in accordance with the Company's bylaws and based on the criteria fixed in the paragraph in Article 152, of Law no. 6,404/76, observing the fixed global annual limit. Registering absences in accordance with the voting instructions filed at the Company's headquarters.
- f) Were elected by majority vote, the following members of the Company's Fiscal Council: (i) **Sergio Passos Ribeiro**, Brazilian, married, business administrator, bearer of Identity Card no.08808411-6 IFP, registered with tax registration CPF/MF under no.026246867-03, resident and domiciled in the City and State of Rio de Janeiro, at Avenida Ataulfo de Paiva, 153, 5th floor, and his alternate, Bruno Augusto Sacchi Zarembo, Brazilian, married, economist, bearer of Identity Card no.08423755-1 issued by IFP, registered with tax registration CPF/MF under no.034032377-96, resident and domiciled in the City and State of Rio de Janeiro, at Avenida Ataulfo de Paiva, 153, 5th andar, (ii) **Felipe Souza Bittencourt**, Brazilian, married, business administrator, bearer of Identity Card no.11001496-6 issued by DMV/RJ, registered with tax registration CPF/MF under no. 078366387-07, resident and domiciled in the City and State of Rio de Janeiro, at Avenida Ataulfo de Paiva, 153, 5th andar, and his alternate, **José Guilherme Cruz Souza**, Brazilian, married, an electrical engineer, bearer of Identity Card no.835 772 issued by



SSP- ES, registered with tax registration CPF/MF under no.003669617-05, resident and domiciled in the City and State of Rio de Janeiro, at Avenida Ataulfo de Paiva, 153, 5th andar, and (iii) **Paulo Roberto Franceschi**, Brazilian, married, accountant, bearer of Identity Card no.669,976 - SSP.Pr., registered with tax registration CPF/MF under no. 171891289-72, with offices in the city of Curitiba, state of Paraná, in Rua Marechal Deodoro, 630, set in 1305, and his alternate **Vanderlei Dominguez da Rosa**, Brazilian, married, accountant, bearer of Identity Card no.3026420368 SSP/SP, registered with tax registration CPF/MF under no.422 881 180 -91, with offices in the city of Porto Alegre, State of Rio Grande do Sul, Rua das Andradas, 1534, set 81, all serving to the date of the Annual General Meeting to examine the accounts for the fiscal year ended 31/12/2013. Registering absences in accordance with the voting instructions filed at the Company's headquarters.

- g) It was unanimously approved, the total annual compensation of up to R\$ 225,000.00 (two hundred twenty-five thousand reais) for members of the Company's Fiscal Council, pursuant to Article 162, § 3, of Law n. 6.404/76. Registering absences in accordance with the voting instructions filed at the Company's headquarters.

**8. APPROVAL AND CLOSING:** With no further business to discuss, these minutes were drawn up, read, approved and signed by the board members and shareholders representing the majority required for decisions taken in this Shareholders' Meeting.

**9. SIGNATURES:** **Chairman:** Eduardo Haiama; **Secretary:** José Silva Sobral Neto; **Representative of Ernst & Young Independent Auditors:** Herton Fabricio Teles de Sousa, **Fiscal Council Member:** Sérgio Passos Ribeiro; **Company's Representative:** Eduardo Haiama, CFO and IRO.



**Shareholders:**

**(a) PCP LATIN AMERICA POWER S.A.;**  
Represented by **José Silva Sobral Neto;**

**(b) SQUADRA MASTER LONG-BIASED FIA, SQUADRA MASTER LONG-ONLY FIA, SQUADRA INSTITUCIONAL FIA, FPRV SQA SANHAÇO FIA PREVIDENCIÁRIO, SQUADRA HORIZONTE FIA, SNAPPER EQUITY LLC E GROUPER EQUITY LLC;**  
Represented by **José Silva Sobral Neto;**

**(c) AIN - GAP AÇÕES FIA, ARP - ARPOADOR FIM, AS - GAP ABSOLUTO FIM, BDC - GAP MULTIMANAGER BBDC FIM, CIT - GAP CITI FIM, DEV - DUO GAP EQUITY VALUE FIA, E1 - GAP EXCLUSIVO I FIA, EMB - FIA RVA EMBRAER, EVA - GAP EQUITY VALUE MASTER FIA A, G - GAP INSTITUCIONAL FIM, H - GAP HEDGE FIM, IPC - GAP IPCA INSTITUCIONAL FIM, ITA - FIM ITAPARICA, LS - GAP LONG SHORT FIM, M - GAP MULTIPORTFOLIO FIM, P - FIM GAP PREVIDÊNCIA, PER - FIA GAP VALOR PERNAMBUCO E POX - FIM GAP POXIM;**  
Represented by **José Silva Sobral Neto;**

**(d) AURORA BRAZIL LLC, NÚCLEO MATTERHORN FUND LLC, NUCLEO GREY CITY FUND LLC, NUCLEO MASTER FIA, NUCLEO NOVO TEMPO FIA E NUCLEO AGULHAS NEGRAS FIA;**  
Represented by **José Silva Sobral Neto;**

**(e) BNY MELLON ARX EXTRA FIM, BNY MELLON ARX FIA, SÃO FERNANDO IX FIA, CHELSEA FIA, CITI BNY MELLON ARX FIA, CLUBE DE INVESTIMENTO DOS EMPREGADOS DA VALE – INVESTVALE, BNY MELLON ARX KAYAPÓ FIA, BNY MELLON ARX LONG TERM FIA, BNY MELLON ARX LONG TERM INSTITUCIONAL FIA, BNY MELLON ARX LONG SHORT MASTER FIM E BNY MELLON MULTIMANAGER BBDC FIM;**  
Represented by **José Silva Sobral Neto;**

**(f) ABSOLUTO LLC, BTG ARF BRAZIL INVESTMENTS LP, BTG GEMM BRAZIL INVESTMENTS LP, FIM CREDITO PRIVADO LS INVESTIMENTO NO EXTERIOR, AUDACE FIA, BOSCH BRASIL VII FIM PREVIDENCIÁRIO, BTG PACTUAL INSTITUCIONAL MASTER FIA, BTG PACTUAL EQUITIES LS MASTER FIA, BTG PACTUAL ABSOLUTO MASTER FIA, BTG PACTUAL ANDRÔMEDA FIA, BTG PACTUAL DINÂMICO FIA, BTG PACTUAL INSTITUCIONAL DIVIDENDOS FIA, BTG PACTUAL EQUITY HEDGE FIM, BTG PACTUAL FIM LOCAL**

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**INSTITUCIONAL, BTG PACTUAL HEDGE PLUS FIM, BTG PACTUAL ICATU SEG SELECT PREVIDÊNCIA MULTIMERCADO FI PREVIDENCIÁRIO, BTG PACTUAL INCOME PREVIDÊNCIA FIA, BTG PACTUAL MULTI AÇÕES FIA, BTG PACTUAL MULTIMANAGER BBDC FIM, BTG PACTUAL MULTIMANAGER IB FIM, BTG PACTUAL MULTIMANAGER PLUS IB FIM, BTG PACTUAL MULTISTRATEGIES ADVANCED FIM, BTG PACTUAL MULTISTRATEGIES ADVANCED PLUS FIM, BTG PACTUAL PENSION MULTIMERCADO FI PREVIDENCIÁRIO, BTG PACTUAL SMALL CAPS FIA, CLUBE DE INVESTIMENTO BTG PACTUAL I, COMSHELL BTG PACTUAL FIA, FI CAIXA BTG PACTUAL X 30 MULTIMERCADO LONGO PRAZO, FIA BELLS, FIA NAXOS, FIA SML2, FIA TUDDY II, FIM ARPOADOR, FIM PREV 1 E PREVIDÊNCIA B FIA;**

Represented by **José Silva Sobral Neto;**

**(g) STUDIO MASTER FIA E STUDIO MASTER II FIA,**

Represented by **José Silva Sobral Neto;**

**(h) CSHG VERDE MASTER FIM, CSHG VERDE EQUITY MASTER FIA, CSHG DIVIDENDOS IBOV MASTER FIA, CSHG UNIQUE LONG BIAS MASTER FIA, CSHG STRATEGY MASTER PREVIDÊNCIA FIA, CSHG UNIQUE MASTER INSTITUCIONAL FIA, CSHG DIVIDENDOS MASTER FIA, CSHG UNIQUE MASTER FIA, CSHG STRATEGY INSTITUCIONAL MASTER FIA – IBOVESPA, CSHG STRATEGY II MASTER FIA, CSHG VALOR DIVIDENDOS FIA, CSHG UNIQUE FUND LLC, GREEN FUND, LLC, GREEN II FUND LLC E CSHG PERFORMANCE FIA;**

Represented by **Livia Bardy da Cruz Passaro;**

**(i) ALPINE GLOBAL INFRASTRUCTURE FUND, CITY OF NEW YORK GROUP TRUST, CN CANADIAN MASTER TRUST FUND, COLLEGE RETIREMENT EQUITIES FUND, EATON VANCE CORPORATION, EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND, EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND, EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND B, FIDELITY INVESTMENTS TRUST: LATIN AMERICA FUND, FIDELITY LATIN AMERICA FUND, FLORIDA RETIREMENT SYSTEM TRUST FUND, FORD MOTOR COMPANY DEFINED BENEFIT MASTER TRUST, HAND COMPOSITE EMPLOYEE BENEFIT TRUST, ISHARES MSCI BRAZIL SMALL CAP INDEX FUND, ISHARES MSCI EMERGING MARKETS SMALL CAP INDEX FUND, JAPAN TRUSTEE SERVICES BANK, LTD. RE: RTB NIKKO BRAZIL EQUITY ACTIVE MOTHER FUND, JOHNSON & JOHNSON PENSION AND SAVINGS PLANS MASTER FUND, MARKET VECTORS - LATIN AMERICA SMALL CAP ETF, MELLON BANK N.A. EMPLOYEE BENEFIT COLLECTIVE INVESTMENT FUND PLAN, OLD WESTBURY GLOBAL OPPORTUNITIES FUND, PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO, PUBLIC SECTOR PENSION INVESTMENT BOARD, SHELL PENSION TRUST, SPDR S&P EMERGING MARKETS SMALL CAP ETF, SSGA MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND, STATE OF CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM,**

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**STATE STREET BANK AND TRUST COMPANY INVESTMENT FUNDS FOR TAX EXEMPT RETIREMENT PLANS, STATE STREET EMERGING MARKETS, THE GMO FOREIGN FUND SERIES, THE PENSION RESERVES INVESTMENT MANAGEMENT BOARD, TREASURER OF THE STATE OF NORTH CAROLINA EQUITY INVESTMENT FUND POOLED TRUST, VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX, VANGUARD TOTAL WORLD STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS, WASHINGTON STATE INVESTMENT BOARD, WISDOMTREE EMERGING MARKETS SMALL CAP DIVIDEND FUND**

Represented by **Livia Bardy da Cruz Passaro**;

**(j) FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX FUND, NORGES BANK, THE PUBLIC SCHOOL RETIREMENT SYSTEM OF MISSOURI, VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND, A SERIES OF VANGUARD STAR FUNDS**

Represented by **Livia Bardy da Cruz Passaro**;

**(k) AMUNDI FUNDS**

Represented by **Livia Bardy da Cruz Passaro**;

**(l) ITAÚ BRASIL EUA MULTIMERCADO FI, ITAÚ PRIVATE SELECT AÇÕES – FI, ITAÚ INSTITUCIONAL IBRX ATIVO AÇÕES FI, ITAÚ AÇÕES BLUE FI, JJ SP FUND II PREVIDENCIÁRIO MULTIMERCADO FI, FIM UNIPREV I, ITAÚ MULTIMARCAS PERFORMANCE AÇÕES FI, ITAÚ AÇÕES IBRX ATIVO FI, ITAÚ PERSONNALITE AÇÕES IBOVESPA ATIVO FI, RT GALAXIA AÇÕES FI, ITAÚ PRIVATE ATIVO AÇÕES FI, UNIBANCO STRATEGY FIA, ITAÚ GOVERNANÇA CORPORATIVA AÇÕES FI, UNIBANCO PREVIDÊNCIA IBRX FI, SMALL CAP VALUATION IB FIA, ITAÚ AÇÕES VALUATION MASTER FI, FIA SML 4, LUXOR AÇÕES FI, ITAÚ SELEÇÃO AÇÕES FI, ITAÚ AÇÕES SMALL CAP FI, UNIBANCO ENERGIA FIA, UNIBANCO INSTITUCIONAL SMALL CAP FIA, ITAÚ AÇÕES INFRAESTRUTURA FI, UNIBANCO INFRAESTRUTURA FIA, ITAU FLEXPREV VALOR AÇÕES FI, ITAÚ INSTITUCIONAL AÇÕES MASTER IBOVESPA ATIVO FI**

Represented by **Silvia Helena Bernaldo**.