



**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 NOVEMBER 14, 2012**

**1. DATE, TIME AND VENUE:** On November 14, 2012, 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 9:00 a.m.

**2. CALL NOTICE:** Call Notice via email to all Board members.

**3. PRESIDING BOARD:** Present all members of the Company's 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, Alexandre Gonçalves Silva and Celso Fernandez Quintella.**

**4. MESA:** Chairman – Carlos Augusto Leone Piani; Secretary – David Abdalla Pires Leal.

**5. RESOLUTIONS:** The meeting started and was presided over by Chairman Mr. Carlos Augusto Leone Piani, who invited Mr. David Abdalla Pires Leal to be the secretary, and the following resolutions were approved by unanimous vote:

(i) To authorize the provision of guarantees in favor of its subsidiary, Centrais Elétricas do Pará - CELPA, totaling up to R\$ 100,000,000.00 (one hundred million dollars), to guarantee loans to be taken by the subsidiary along with Banco Itaú BBA, operating individually or in succession, destined to the formation of Working Capital;

(ii) The authorization of the previous approval will be valid for a maximum period of 01 (one) year from this date;

(iii) To authorize the Company's Executives to perform all acts necessary and/or appropriate for the implementation of previous resolutions, and

(iv) To approve the issuance of these minutes in summary form of the facts, in accordance with Corporate Law's § 1 of Article 130.

**6. 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.

**7. SIGNATURES:** **Chairman:** Carlos Augusto Leone Piani, **Secretary:** David Abdalla Pires Leal; **Members of the Board:** Firmino Ferreira Sampaio Neto, Gilberto Sayão da Silva, Alessandro



Monteiro Morgado Horta, Carlos Augusto Leone Piani, Paulo Jerônimo Bandeira de Mello Pedrosa, Alexandre Gonçalves Silva and Celso Fernandez Quintella.