

**EQUATORIAL ENERGIA S/A**  
**CNPJ/MF nº 03.220.438/0001-73**  
**NIRE 2130000938-8**  
**Publicly Held Open Capital Company**

**MATERIAL FACT**

EQUATORIAL ENERGIA S/A (“Equatorial” or “Company”), pursuant to article 157, paragraph 4, of the Corporations Law 6.404 dated December 15, 1976, as amended (“Corporations Law”), CVM Instruction 358/2002, and supplemental to the Material Fact disclosed by the company on September 25, 2012 regarding the signing of the Contract for the Sale and Purchase of Shares and Other Covenants from Centrais Elétricas do Pará S.A. – Company Currently Under Brazilian Chapter 11 (“Celpa” and “Sale and Purchase Contract”), hereby is informing its shareholders and the public in general, pursuant to clause 3.3.1 of the Celpa Judicial Reorganization Plan, that the date for closing the acquisition, on the part of the Company, of 39,179,397 (thirty nine million, one hundred seventy-nine thousand, three hundred ninety-seven) Celpa shares, representing 65.18% (sixty-five and eighteen tenths of a percent) of the voting capital and 61.37% (sixty-one and thirty-seven tenths of a percent) of the total capital stock of Celpa ("Operation") is scheduled to take place on November 1, 2012 (“Date of Closing”).

The effective closing of the Operation is conditioned to the compliance/waiver of certain preceding conditions established in the Contract for the Sale and Purchase of Shares that will be verified by or upon the Date of Closing.

The Company will maintain its shareholders and the market informed about the conclusion of this operation.

Rio de Janeiro, October 30, 2012

**Equatorial Energia S/A**  
**Eduardo Haiama**  
**Chief Financial and Investor Relations Officer**