



EQUATORIAL ENERGIA S.A.

Publicly-held Company
CNPJ/MF nº 03.220.438/0001-73

MATERIAL FACT

Equatorial Energia S.A. ("Equatorial" or "Company"), in accordance with paragraph 4, of article 157 from Law 6,404/76 and CVM Instruction 358/02, informs its shareholders and the market that has presented today a proposal to acquire the controlling stake of Centrais Elétricas do Pará S.A. – CELPA ("CELPA"), company currently under the Brazilian Chapter 11. The accomplishment of the virtual acquisition is subject to usual previous conditions stated in the mentioned proposal, including, among others, the satisfactory conclusion of the due diligence process, the attainment of all the necessary regulatory and corporate approvals, and also the approval, by the creditors, of a judicial reorganization plan on acceptable terms and conditions to Equatorial. CELPA's controlling shareholders have granted Equatorial an exclusivity period, during which any deal involving the sale, directly or indirectly, of CELPA's controlling stake, as any other deal with similar effects, can only be held with Equatorial.

The Company will keep the market updated about the development of the negotiations.

Rio de Janeiro, June 27, 2012.

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