



EQUATORIAL ENERGIA S.A.

Public Held Company – CVM nº 2001-0

CNPJ/MF nº 03.220.438/0001-73

NIRE 21.300.009.38-8

Public Held Company

A Category

MATERIAL FACT

EQUATORIAL ENERGIA S.A., public-held Corporation, incorporated at Alameda A, Quadra SQS, nº 100, Loteamento Quitandinha, Annex A, Altos do Calhau, ZIP 65071-680, City of São Luís, State of Maranhão, CNPJ # 03.220.438/0001-73, would like to inform that, as of today, submitted to CVM, observing the automatic concession procedure for the registration of public offerings from issuers with large exposure in the market ("EGEM", in Portuguese), in accordance to terms 6-A and 6-B from the CVM Instruction 400, from December 23, 2003, the registration of a public offering of, initially 400,000 (four hundred thousand) simple debentures, non-convertible in shares, unsecured, single series, of the Company's 1st issuance, nominative, amounting initially to R\$ 400,000,000.00 (four hundred million reais) in the issuance date, which will be offered under firm placement, not considering additional and supplementary debentures in accordance to articles 14 and 24 of CVM Instruction 400, observing all the relevant legislation, with fiscal benefits in accordance to Article 2 of Law 12,431, from June 24, 2011, under the coordination of financial institutions ("Coordinators"), which may also include determined consorted financial institutions authorized to operate in the Brazilian capital markets, invited by the Coordinators to be part of the Offer ("Offer Participants" and "Offer", respectively).

The realization of the Offer and the Issuance shall be approved in the Company's Board of Directors Meeting, in which the Debentures, Issuance and Offer conditions and terms should be discussed, in accordance to Article 59, Paragraph 1, Law 6,404, December 15, 1976, as altered.



The Offer will be started only after, among other factors, (a) the concession of its registration by CVM; (b) the publishing of the Offer Initiation Notice; (c) the distribution and negotiation registry of the Debentures in B3 S.A. – Brasil, Bolsa, Balcão (“B3”), including B3 – CETIP UTVM Segment; and (d) the publishing of a final book Offer to the investor, in accordance to CVM Instruction 400.

Also, the realization of the Offer is subject to, among other factors, market conditions.

The Company will keep the Market and its shareholders informed about the development of the Offer.

This material fact is not an offer, invitation or offer request for the purchase of debentures. Neither this material fact, nor any information herein, will be the basis for any agreement or commitment.

São Luís, September 25, 2017.

EQUATORIAL ENERGIA S.A.

Eduardo Haiama

Chief Financial and Investor Relations Officer