

EQUATORIAL ENERGIA S/A
Corporate Roll of Taxpayers ID(CNPJ/MF): 03.220.438/0001-73
Company Registry (NIRE): 2130000938-8
Publicly-held Company

MINUTES OF THE BOARD OF DIRECTOR'S MEETING
HELD ON NOVEMBER 4, 2008.

- 1. DATE, TIME AND VENUE:** On November 4, 2008, at 10 am. at the Company's headquarters at Alameda A, Quadra SQS, n. 100, Anexo A, Loteamento Quitandinha, Altos do Calhau, CEP: 65.071-680, in the city of São Luis, state of Maranhão, at 10 am.
- 2. ATTENDANCE:** All members of this Board of Directors.
- 3. PRESIDING:** Chairman: Firmino Ferreira Sampaio Neto: Secretary: José Silva Sobral Neto.
- 4. RESOLUTIONS:** The following matters were unanimously approved: (a) acknowledgment of the resignation of the Company's CFO and IRO **Leonardo Duarte Dias**, whose term of resignation will be filed at the Company's headquarters. In light of said resignation, the Board approved the appointment of **Carlos Augusto Leone Piani**, Brazilian, married, business administrator, bearer of ID card no. 09.578.876-6 issued by IFP/RJ, and inscribed in the Roll of Individual Taxpayers (CPF/MF) under no. 025.323.737-84, domiciled at Av. Borges de Medeiros, nº 633 – Gr. 708 – Leblon, Offices Shopping Leblon, CEP 22.430-041, in the city and state of Rio de Janeiro, to assume the posts of CFO and IRO, in addition to his present position as CEO of the Company, until the Board elects a replacement. The Board took the opportunity to thank Mr. Dias for his services during his time in office. The newly appointed Officer, for the purposes of article 147 of Law 6.404/76, declares, under penalty of law, that he has never been convicted of any crime which precludes the performance of mercantile activities. Said Officer shall take office upon signature of the Instrument of Investiture drawn up in the Company's records. (b) the drawing up of these minutes in summary form, pursuant to paragraph 1 of article 130 of the Brazilian Corporate Law, and authorization for their publication without the shareholder's signatures, pursuant to paragraph 2 of article 130 of the Brazilian Corporate Law.
- 5 CLOSURE:** There being no further issues to discuss, these minutes were drawn up, read, approved, and signed by all those present.

6 SIGNATURES: Presiding: Chairman: **Firmino Ferreira Sampaio Neto**; Secretary: **José Silva Sobral Neto**. Members present: Gilberto Sayão da Silva; Alessandro Monteiro Morgado Horta; Firmino Ferreira Sampaio Neto; Paulo Jerônimo Bandeira de Mello Pedrosa; Ana Marta Veloso; Celso Fernandez Quintella and Alexandre Gonçalves Silva.

This is a free translation of the original document drawn up in the company's records

José Silva Sobral Neto

Lawyer (OAB/MA 7.445) - Secretary