



**Equatorial Energia S.A.**

Publicly-held Company

Corporate Taxpayer's ID (CNPJ/MF): 03.220.438/0001-73

**MATERIAL FACT**

Equatorial Energia S.A. ("Company"), in compliance with Article 157, § 4.º, Law 6.404, of December 15, 1976 and CVM Instruction 358 of January 3, 2002, hereby informs its shareholders and the market in general, supplementing the material facts published on December 30, 2009 and April 14, 2010, that the company's partial spin off ("Partial Spin Off") was approved during the ordinary and extraordinary general meeting ("AGO/E") held on April 29, 2010, through the transfer of the portion of its net equity corresponding to its interest in RME – Rio Minas Energia Participações S.A., a closed corporation headquartered at Avenida Marechal Floriano, 168, Centro, CEP 20080-002, in the city and state of Rio de Janeiro, inscribed in the corporate taxpayers register (CNPJ/MF) under no. 07.925.628/0001-47, with the company registry (NIRE) no. 33.3.0027826-5, to a new corporation, Redentor Energia S.A. ("Redentor") constituted specifically for this purpose at the time of the Partial Spin-Off.

As approved at the AGO/E, Redentor will request (i) to CVM (Brazilian SEC) to be registered as a publicly-held company and (ii) the admission of the trading of its shares in the Novo Mercado segment of BM&FBovespa.

Redentor has its capital stock represented solely by common shares. Each shareholder of the Company received one share of Redentor for each share held of the Company. There will be no change or extinction of rights granted to the shares of Redentor in comparison with those of the Company, as the shares of Redentor given to the Company's shareholders due to the Partial Spin Off will be entitled to the same rights and advantages currently granted to the shares issued by the Company.

The common shares issued by the Company currently in the market will be traded "cum rights" to said Partial Spin-Off until the initial public offering of Redentor's shares is concluded and these shares are admitted for trading on the Novo Mercado. Until this date, it will only be possible to trade the shares of the Company along with its corresponding shares issued by Redentor, under the ticker EQTL3, sealed the trading separately of only one share, either of Redentor or of the Company.

After the admission of the trading of Redentor's shares in the Novo Mercado segment, the shares issued by the Company and the shares issued by Redentor will be traded separately. This event will be informed timely to the market.

All the information and documents related to the Company's Spin-Off process are, as of this date, available to interested shareholders at the Company's headquarters located at Alameda A, Quadra SQS, 100, sala 31, Loteamento Quitandinha, Altos do Calhau, CEP 65.071-680, in the city of São Luís, state of Maranhão. Said documents have also been sent to CVM and BM&FBovespa – Bolsa de Valores, Mercadoria e Futuros S.A., available at CVM's website, in the "Shareholder's Meetings" and "Management Meetings" categories.

Shareholders interested in obtaining other information should contact the Company through its website [www.equatorialenergia.com.br](http://www.equatorialenergia.com.br) or the Investor Relations Department, by e-mail [ir@equatorialenergia.com.br](mailto:ir@equatorialenergia.com.br) or phone (55 21) 3206-6635.

Rio de Janeiro, April 29, 2010.

**EQUATORIAL ENERGIA S.A.**

Eduardo Haiama

Chief Financial and Investor Relations Officer