



**EQUATORIAL ENERGIA S.A.**  
**Corporate Taxpayer's Identification (CNPJ/MF) 03.220.438/0001-73**  
**Corporate Registry ID (NIRE) 2130000938-8**  
**Publicly-held Company**

**MINUTES OF THE BOARD OF DIRECTORS' MEETING**  
**HELD ON FEBRUARY 04, 2010**

**1. DATE, TIME AND PLACE:** On February 04, 2010 at 9:00 A.M., at the branch of Equatorial Energia S.A. located in the City and State of Rio de Janeiro, at Avenida Borges de Medeiros, n.º 633 – Gr. 708 – Leblon, Offices Shopping Leblon, CEP 22430-041.

**2. QUORUM AND ATTENDANCE:** Call was waived in view of the attendance of all the members of the Company's Board of Directors, pursuant to Article 15, Paragraph 3 of the Company's Bylaws.

**3. PRESIDING BOARD:** Chairman: Firmino Ferreira Sampaio Neto; Secretary: José Silva Sobral Neto.

**4. RESOLUTIONS:** The members of the Company's Board of Directors approved by unanimous vote and without restrictions:

- (i) Authorize the offer of corporate suretyship, severally but not jointly, in favour of Geradora de Energia do Norte S/A ("GERANORTE"), up to R\$41,743,724.56 (forty-one million, seven hundred and forty-three thousand, seven hundred and forty-four reais, and fifty-six centavos), for Banco do Nordeste do Brasil S/A ("BNB"), according to the agreement to be held between GERANORTE and BNB.
- (ii) Amend the Company budget for the 2010 fiscal year, approved in the Board of Directors' Meeting held on December 03, 2009, according to the document annexed to this (Annex 1), which will be filed at the Company's headquarters.
- (iii) To draw up these minutes as a summary of the events, pursuant to Paragraph 1 of Article 130 of the Brazilian Corporate Law.

**5. CLOSURE:** There being nothing else to transact, these present minutes were drawn up and, after having been read and approved, were signed by all attending members.

**6. SIGNATURES OF ATTENDING MEMBERS:** Chairman: Firmino Ferreira Sampaio Neto; Secretary: José Silva Sobral Neto, Members of the Board of Directors: Firmino Ferreira Sampaio Neto, Gilberto Sayão da Silva, Alessandro Monteiro Morgado Horta, Carlos Augusto Leone Piani, Paulo Jerônimo Bandeira de Mello Pedrosa, Alexandre Gonçalves Silva and Celso Fernandez Quintella.

Rio de Janeiro, February 04, 2010.