



EQUATORIAL ENERGIA S/A
CNPJ/MF nº 03.220.438/0001-73
NIRE 2130000938-8
Public Held Company

MINUTES OF THE BOARD OF DIRECTORS' MEETING
HELD ON APRIL 14, 2016

1. DATE, TIME AND VENUE: On April 14, 2016, at Equatorial Energia's ("Company") branch in the city of Rio de Janeiro, located at Avenida Borges de Medeiros, 633, Gr. 708, Leblon, Offices Shopping Leblon, CEP 22430-041, at 09:00 a.m.

2. CALL NOTICE: Call notice was sent through e-mail to all members of the Board of Directors.

3. QUORUM AND ATTENDANCE: The following Board Members were present: Firmino Ferreira Sampaio Neto, Carlos Augusto Leone Piani, Paulo Jerônimo Bandeira de Mello Pedrosa, Eduardo Saggioro, Guilherme Mexias Aché, Marcelo Souza Monteiro and Luis Henrique de Moura Gonçalves.

4. PRESIDING: Chairman: Firmino Ferreira Sampaio Neto; Secretary: David Abdalla Pires Leal.

5. AGENDA: (a) to ratify the appointment and approval the signing of Taticca Auditores Independentes EPP, responsible for the Appraisal Report for the Shareholder's Equity of 55 Atende S.A. to be merged into Equatorial Soluções S.A.; (b) to analyze the documents related to the merge of 55 Atende S.A. into Equatorial Soluções S.A., and; (c) after the analysis, to authorize the Company's Management to vote for the approval of the merger of 55 Atende S.A. into Equatorial Soluções S.A. in the latter Extraordinary General Meeting to be held on April 14, 2016.

6. RESOLUTIONS: The meeting was instated; Mr. Firmino Ferreira Sampaio Neto was presiding the meeting and invited Mr. David Abdalla Pires Leal to act as the secretary. The following resolutions were approved by unanimous vote:

- (i) To approve the drawing up of these minutes in summary format, pursuant to article 130, paragraph 1 of the Brazilian Corporation Law.
- (ii) To ratify the appointment and approval of the signing of Taticca Auditores Independentes EPP, responsible for the Appraisal Report of the Equity of 55 Atende S.A. to be merged into Equatorial Soluções S.A.;
- (iii) Immediately thereafter, the following documents linked to the merge of 55 Atende S.A. into Equatorial Soluções S.A.; (i) Protocol and Motives Justification of Merger of 55 Atende S.A. into Equatorial Soluções S.A.; and (ii) Equity Appraisal Report of 55 Atende S.A., created by Taticca Auditores Independentes; and



- (iv) After the analysis of the documents indicated in the previous item (b), it was approved the favorable vote of the Company in Extraordinary General Meeting to be held on April 14, 2016 of Equatorial Soluções S.A. to approve the merger of 55 Atende S.A. into Equatorial Soluções S.A.. In this sense, to authorize the Company's Management to take the necessary measures.

7. CLOSING: There being no further business to discuss, the meeting was adjourned for the drawing up of these minutes, which were read, approved and signed by all the undersigned members.

8. SIGNATURES: Chairman: Firmino Ferreira Sampaio Neto; Secretary: David Abdalla Pires Leal; Board Members: Firmino Ferreira Sampaio Neto, Carlos Augusto Leone Piani, Paulo Jerônimo Bandeira de Mello Pedrosa, Eduardo Saggioro, Guilherme Mexias Aché, Marcelo Souza Monteiro and Luis Henrique de Moura Gonçalves.