



## **EQUATORIAL ENERGIA S/A**

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

Company Registry (NIRE) 2130000938-8

Publicly-Held Company

### **MINUTES OF THE BOARD OF DIRECTORS' MEETING HELD ON MARCH 31, 2015**

**1. DATE, TIME AND VENUE:** On March 31, 2015, 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 12:00 a.m.

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

**3. QUORUM AND ATTENDANCE:** The following Board members were present: **Firmino Ferreira Sampaio Neto, Gilberto Sayão da Silva, Alessandro Monteiro Morgado Horta, Carlos Augusto Leone Piani, Paulo Jerônimo Bandeira de Mello Pedrosa, Celso Fernandez Quintella and Eduardo Saggiro.**

**4. PRESIDING:** Chairman: Carlos Augusto Leone Piani; Secretary: David Abdalla Pires Leal.

**5. RESOLUTIONS:** The meeting was instated; Mr. Carlos Augusto Leone Piani was in the chair 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 approve the proposal, to be voted by the General Meeting, of the Company's management total remuneration in the 2013 fiscal year of up to thirteen million and five hundred thousand reais (R\$13,500,000.00), to be distributed by this Board between the Company's management, according to the Company's Bylaws and based on the criteria established by the caput of article 152, Law 6,404/76, observing the total limit now established

**6. 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.

**7. SIGNATURES:** **Chairman:** Carlos Augusto Leone Piani, **Secretary:** David Abdalla Pires Leal; **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, Celso Fernandez Quintella and Eduardo Saggiro.