

# COMPANHIA ENERGÉTICA DE MINAS GERAIS – CEMIG

CNPJ 17.155.730/0001-64 – NIRE 31300040127

## MINUTES

### OF THE

## EXTRAORDINARY GENERAL MEETING OF STOCKHOLDERS

HELD ON OCTOBER 25, 2016

At 11 a.m. on October 25, 2016, stockholders representing more than two-thirds of the voting stock of Companhia Energética de Minas Gerais – Cemig met in Extraordinary General Meeting, on first convocation, at the Company's head office, Av. Barbacena 1200, 21st Floor, Belo Horizonte, Minas Gerais, Brazil, as verified in the Stockholders' Attendance Book, where all placed their signatures and made the required statements.

The stockholder **The State of Minas Gerais** was represented by State Procurator Mrs. Renata Couto Silva de Faria, in accordance with the current legislation.

Initially, Ms. Anamaria Pugedo Frade Barros, General Manager of Cemig's Corporate Executive Office, stated that there was a quorum for an Extraordinary General Meeting of Stockholders; and that the stockholders present should choose the Chair of this Meeting, in accordance with Clause 10 of the Company's by-laws.

Asking for the floor, the representative of the Stockholder **The State of Minas Gerais** put forward the name of the stockholder **Alexandre de Queiroz Rodrigues** to chair the Meeting. The proposal of the representative of the stockholder **The State of Minas Gerais** was put to debate, and to the vote, and approved unanimously.

The Chair then declared the Meeting open and invited me, **Anamaria Pugedo Frade Barros**, a stockholder, to be Secretary of the meeting, asking me to read the convocation notice, published on September 16, 20 and 21 in the newspaper *Minas Gerais*, official publication of the Powers of the State, on pages 42, 26 and 38, respectively, and in *O Tempo*, on pages 31, 28 and 32, respectively, the content of which is as follows:

“ **COMPANHIA ENERGÉTICA DE MINAS GERAIS – CEMIG**

LISTED COMPANY – CNPJ 17.155.730/0001-64 – NIRE 31300040127

**EXTRAORDINARY GENERAL MEETING OF STOCKHOLDERS – OCTOBER 25, 2016  
CONVOCATION**

Stockholders are hereby called to an Extraordinary General Meeting of Stockholders to be held on October 25, 2016 at 11 a.m., at the company’s head office, Av. Barbacena 1200, 21st floor, Belo Horizonte, Minas Gerais, Brazil, to decide on the following matters:

- 1 Change in the composition of the Board of Directors, due to resignation.
- 2 Orientation of vote(s) of the representative(s) of the Company at the Extraordinary General Meetings of Stockholders of Cemig D and Cemig GT (*Cemig Distribuição S.A.* and *Cemig Geração e Transmissão S.A.*), also to be held on October 25, 2016, on change to the composition of the Board of Directors, due to a resignation, if there is a change in the composition of the Board of Directors of Cemig.

Under Article 3 of CVM Instruction 165 of December 11, 1991, as amended by CVM Instruction 282 of June 26, 1998 and subsequent amendments, adoption of the multiple voting system for election of members of the Company’s Board of Directors requires the vote of stockholders representing a minimum of 5% (five per cent) of the voting stock.

Any stockholder who wishes to be represented by proxy at the said General Meeting of Stockholders should obey the precepts of Article 126 of Law 6406 of 1976, as amended, and of the sole paragraph of Clause 9 of the Company’s by-laws, by exhibiting at the time, or depositing, preferably by October 21, 2016, proofs of ownership of the shares, issued by a depositary financial institution, and a power of attorney with specific powers, at Cemig’s Corporate Executive Secretariat Office (*Superintendência da Secretaria Geral e Executiva Empresarial*) at Av. Barbacena 1200 – 19th Floor, B1 Wing, Belo Horizonte, Minas Gerais.

Belo Horizonte, September 9, 2016

José Afonso Bicalho Beltrão da Silva – Chair of the Board of Directors ”

The Chair then announced that due to the resignation of Mr. Victor Guilherme Tito, a sitting member of the Company’s Board of Directors, as per a letter in the Company’s possession, the stockholders present should reconstitute the composition of the Board of Directors.

He explained that, independently of the present period of office of the members of the Board of Directors having been initiated through the use of the multiple vote, the stockholders **FIA Dinâmica Energia** and **AGC Energia S.A.** had, as per a letter in the Company’s possession, requested that this method of election should be maintained.

The Chair then further explained that, at the Ordinary and Extraordinary General Meetings of Stockholders held concurrently on April 29 of this year, in accordance with Clause 12 of the by-laws, sitting members and their respective substitute members nominated by representatives of the holders of preferred shares and by the minority stockholders with the right to vote were elected; and that after the election of those Board members, the instrument of multiple vote was then applied to fill the remaining vacancies on the Board of Directors.

Asking for the floor and drawing attention to the Decision by the Council of the CVM (the Brazilian Securities Commission) on Regulations Consultation 3649/2002, the stockholder **Romário Fernando da Silva** pointed out that no proposal had been made in favor of removing the members of the Board of Directors that had been elected by minority stockholders in the said Ordinary and Extraordinary General Meetings of 2016.

Thus, the Chair ratified that the following should remain members of the Board of Directors:

– sitting member:

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**Marcelo Gasparino da Silva** – Brazilian, married, lawyer, domiciled in Florianópolis, Santa Catarina State, at Rua Esteves Júnior 605/1411, Centro, CEP 88015-130, bearer of Identity Card 2302967, issued by Santa Catarina State Public Safety Department, and CPF 807383469-34;

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and as his substitute member:

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**Aloísio Macário Ferreira de Souza** – Brazilian, married, accountant, domiciled in Rio de Janeiro, Rio de Janeiro State, at Rua Homem de Melo 315/101, Tijuca, CEP 20510-180, bearer of Identity Card 04565759-0, issued by the Rio de Janeiro State Traffic Department, and CPF 540678557-53;

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– as sitting member

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**José Pais Rangel** – Brazilian, married, lawyer, domiciled in Rio de Janeiro, Rio de Janeiro State, at Av. Presidente Vargas 463/13º andar, Centro, CEP 20071-003, bearer of Identity Card No. 22191 issued by the Brazilian Bar association of Rio de Janeiro, and CPF 239775667-68;

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and, as his substitute member:

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**José João Abdalla Filho** – Brazilian, single, banker, domiciled in Rio de Janeiro, Rio de Janeiro State, at Av. Presidente Vargas 463/13º andar, Centro, CEP 20071-003, bearer of Identity Card 1439471, issued by the Public Safety Department of São Paulo State, and CPF 245730788-00.

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– all to serve the remainder of the present period of office of two years, which began on April 29, 2016, that is to say until the Annual General Meeting to be held in 2018.

The Chair then stated that this meeting should now elect the other sitting and substitute members of the Board of Directors, to serve the same period of office of 2 years, which began on April 29, 2016, that is to say until the Annual General Meeting to be held in 2018; and that 28,461,568 shares were necessary for the election of each member of the Board of Directors.

The representative of the stockholder **BNDES Participações S.A. – BNDESPar** then asked for the floor and elected, as a sitting member of the Board of Directors,

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**Ms. Patricia Gracindo Marques de Assis Bentes** – Brazilian, divorced, company manager, domiciled in Rio de Janeiro, RJ, at Rua Ministro Ramos Monteiro 37/701b, Leblon, CEP 22430-100, bearer of Identity Card 59879098-6, issued by the Public Safety Department of São Paulo State, and CPF nº 810318827-15;

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– stating that her substitute member would be elected at a later date.

The representative of BNDESPar then asked the stockholders present for preventive application of the terms of Article 147, sub-paragraph 3, Sub-item I, of Law 6404/1976, to the possible election of **Ms. Patricia Gracindo Marques de Assis Bentes** as a member of the Board of Directors of a company of the ‘Cemig Group’, and this proposal was approved unanimously.

The representatives of the stockholder **FIA Dinâmica Energia** and of the stockholder **AGC Energia S.A.** then made the following nominations for the Board of Directors:

– as sitting members:

<b>Ricardo Coutinho de Sena</b>	– Brazilian, married, engineer, domiciled in Belo Horizonte, Minas Gerais, at Av. do Contorno 8123, Cidade Jardim, CEP 30110-937, bearer of Identity Card M30172 issued by the Minas Gerais Public Safety Department, and CPF 090927496-72;
<b>Paulo Roberto Reckziegel Guedes</b>	– Brazilian, married, engineer, domiciled in Belo Horizonte, Minas Gerais, at Av. do Contorno 8123, Cidade Jardim, CEP 30110-937, bearer of Identity Card MG13975681 issued by the Minas Gerais Public Safety Department, and CPF 400540200-34;
<b>Saulo Alves Pereira Junior</b>	– Brazilian, divorced, engineer, domiciled in Belo Horizonte, Minas Gerais, at Av. do Contorno, 8123, Cidade Jardim, CEP 30110-937, bearer of Identity Card M5345878, issued by the Public Safety Department of the Minas Gerais State, and CPF 787495906-00; and
<b>Daniel Alves Ferreira</b>	– Brazilian, married, lawyer, domiciled in São Paulo, São Paulo State at Rua Marquês de Paranaguá 348/10th floor, Consolação, CEP 01303-905, bearer of Identity Card 10933833 issued by the São Paulo State Public Safety Department, and CPF 205862458-04.

– and as their respective substitute members:

<b>Bruno Magalhães Menicucci</b>	– Brazilian, single, engineer, domiciled in Belo Horizonte, Minas Gerais, at Av. do Contorno, 8123, Cidade Jardim, CEP 30110-937, bearer of Identity Card MG11890035, issued by the Minas Gerais State Public Safety Department, and CPF 081100286-16;
<b>Carolina Alvim Guedes Alcoforado</b>	– Brazilian, married, economist, domiciled in Belo Horizonte, Minas Gerais, at Av. do Contorno 8123, Cidade Jardim, CEP 30110-937, bearer of Identity Card 45981769-3 issued by the São Paulo State Public Safety Department, and CPF 323732308-01;
<b>Marina Rosenthal Rocha</b>	– Brazilian, married, engineer, domiciled in Belo Horizonte, Minas Gerais, at Av. do Contorno, 8123, Cidade Jardim, CEP 30110-937, bearer of Identity Card MG11781993, issued by the Minas Gerais State Public Safety Department, and CPF 060.101.836-26; and;
<b>Tarcísio Augusto Carneiro</b>	– Brazilian, legally separated, civil engineer, domiciled in Belo Horizonte, Minas Gerais, at Av. do Contorno, 8123, Cidade Jardim, CEP 30110-937, bearer of Identity Card MG1076524, issued by the Minas Gerais State Public Safety Department, and CPF 372404636-72;

The representative of the stockholder **The State of Minas Gerais** then asked for the floor, and proposed election of the following persons as members of the Board of Directors:

– as sitting members:

<b>José Afonso Bicalho Beltrão da Silva</b>	– Brazilian, married, economist, resident and domiciled in Belo Horizonte, MG at Rua Curitiba 2233/501, Lourdes, CEP 30170-122, bearer of Identity Card MG568870, issued by the Minas Gerais State Public Safety Department, and CPF nº 098044046-72;
<b>Mauro Borges Lemos</b>	– Brazilian, married, economist, domiciled in Belo Horizonte, Minas Gerais at Av. Barbacena 1200, 18th floor, A1 Wing, CEP 30190-131, bearer of Identity Card MG992314, issued by the Public Safety Department of Minas Gerais State, and CPF 316720516-49;
<b>Allan Kardec de Melo Ferreira</b>	– Brazilian, widowed, lawyer, resident and domiciled in Belo Horizonte, MG, at Rua Oscar Versiani Caldeira 239, Mangabeiras, CEP 30210-280, bearer of Identity Card M92892, issued by the Minas Gerais State Public Safety Department, and CPF Nº 054541586-15;

<b>Arcângelo Eustáquio Torres Queiroz</b>	– Brazilian, married, electricity employee, domiciled in Belo Horizonte, Minas Gerais, at Rua Carmo do Paranaíba 292/202, Itapuã, CEP 31710-140, bearer of Identity Card MG3632038, issued by the Civil Police of the State of Minas Gerais, and CPF 539109746-00;
<b>Helvécio Miranda Magalhães Junior</b>	– Brazilian, single, doctor, resident and domiciled in Belo Horizonte, MG, at Rua Cláudio Manoel 735/1104, Funcionários, CEP 30140-100, bearer of Identity Card 161715-0, issued by the Minas Gerais State Public Safety Department, and CPF 561966446-53;
<b>Marco Antônio de Rezende Teixeira</b>	– Brazilian, married, lawyer, resident and domiciled in Belo Horizonte, MG, at Rua Senhora das Graças 64/801, Cruzeiro, CEP 30310-130, bearer of Identity Card M611582, issued by the Minas Gerais State Public Safety Department, and CPF 371515926-04;
<b>Marco Antonio Soares da Cunha Castello Branco</b>	– Brazilian, married, engineer, domiciled in Belo Horizonte, MG, at Rua Pium-I 1601/401, Cruzeiro, CEP 30310-080, bearer of Identity Card M753845, issued by the Minas Gerais State Public Safety Department, and CPF 371150576-72; and
<b>Nelson José Hubner Moreira</b>	– Brazilian, married, engineer, domiciled in Brasília, Federal District, at AOS 2, Bloco G, Ap. 203, CEP 70660-027, bearer of Identity Card 1413159, issued by the Félix Pacheco Institute of the State of Rio de Janeiro, and CPF nº 443875207-87;
– and as their respective substitute members:	
<b>Bruno Westin Prado Soares Leal</b>	– Brazilian, married, economist, resident and domiciled in Brasília, Federal District, at SQN 107, Bloco E, Ap. 110, Asa Norte, CEP 70743-050, bearer of Identity Card 8553405 issued by the Minas Gerais State Public Safety Department, and CPF nº 055230506-52;
<b>Samy Kopit Moscovitch</b>	– Brazilian, married, economist, domiciled in Belo Horizonte, Minas Gerais at Av. Barbacena 1200, 18th floor, A1 Wing, CEP 30190-131, bearer of Identity Card 6568-4, issued by the Minas Gerais State Regional Council of Economists (Corecon-MG), and CPF 432564816-04;
<b>Luiz Guilherme Piva</b>	– Brazilian, married, economist, domiciled in Belo Horizonte, MG, at Rua Professor Estevão Pinto 555/404, Serra, CEP 30220-060, bearer of Identity Card MG2084020, issued by the Minas Gerais State Public Safety Department, and CPF 454442936-68;
<b>Franklin Moreira Gonçalves</b>	– Brazilian, married, data processing technologist, domiciled in Belo Horizonte, Minas Gerais at Av. Barbacena 1200, 18th floor, A1 Wing, CEP 30190-131, bearer of Identity Card MG5540831, issued by the Minas Gerais State Civil Police, and CPF 754988556-72;
<b>Wieland Silberschneider</b>	– Brazilian, divorced, economist, domiciled in Belo Horizonte, Minas Gerais, at Rua Herculano de Freitas 1210/301, Gutierrez, CEP 30441-023, bearer of Identity Card 4040 issued by the Minas Gerais State Regional Council of Economists (Corecon-MG), and CPF 451960796-53;
<b>Antônio Dirceu Araujo Xavier</b>	– Brazilian, married, lawyer, resident and domiciled in Nova Lima, Minas Gerais, at Alameda Monte Cristallo 16, Condomínio Villa Alpina, CEP 34000-000, bearer of Identity Card 14351, issued by the Brazilian Bar Association, Minas Gerais Chapter (OAB/MG), and CPF 068412446-72;
<b>Ricardo Wagner Righi de Toledo</b>	– Brazilian, widower, manager, domiciled in Belo Horizonte, Minas Gerais, at Rua Arquiteto Rafaello Berti 690, Mangabeiras, CEP 30210-120, bearer of Identity Card MG4172543, issued by the Minas Gerais State Public Safety Department, and CPF 299492466-87; and
<b>Carlos Fernando da Silveira Vianna</b>	– Brazilian, single, engineer, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Pólos 424/700, Santa Lúcia, CEP 30360-530, bearer of Identity Card 23844/D, issued by the Regional Council of Engineers and Agronomists of Minas Gerais (CREA-Minas Gerais), and CPF nº 319830656-68.

Asking for the floor, the representative of the stockholder **BNDES Participações S.A. – BNDESPar**, with the intention of checking the regularity of the present election by multiple vote, especially having in mind that the board members previously elected in a separate vote procedure will remain at their posts, asked the Meeting Committee for:

- the record of the stockholders present at the Ordinary and Extraordinary General Meetings of Stockholders of the Company of April 29, 2016, as specified in Paragraph 8 of Article 141 of Law 6404/1976, and
- the related number of shares that participated in the said separate vote procedure.

It having been found that there was an error in the record of the number of votes for election of the Board members José Pais Rangel and José João Abdalla Filho, in the said Meetings, the representative of the stockholder **BNDESPar** stated that it had not been possible to check that matter, and then requested that Cemig should call a further General Meeting of Stockholders to rectify that number of votes and to ratify the other decisions.

The other stockholders consented to this request.

The Board members elected declared – in advance – that they are not subject to any prohibition on exercise of commercial activity, that they do not occupy any post in a company which could be considered to be a competitor of the Company, and that they do not have nor represent any interest conflicting with that of Cemig; and they made a solemn commitment to become aware of, obey and comply with the principles, ethical values and rules established by the Code of Professional Conduct of Companhia Energética de Minas Gerais – Cemig, and the Code of Ethical Conduct of Government Workers and Senior Administration of the State of Minas Gerais.

The Chair then stated that as a result of the new composition of the Board of Directors of this company and in accordance with the provision in Clause 11, §1, and the head paragraph of Article 12 of the by-laws of Cemig, and in the sole sub-paragraph of Clause 8 of the by-laws of Cemig Distribuição S.A. and Cemig Geração e Transmissão S.A., there is a need to alter the composition of the Boards of Directors of the wholly-owned subsidiaries Cemig Distribuição S.A. and Cemig Geração e Transmissão S.A., since the structure and composition of the Boards of Directors of those Companies are required to be identical to those of Cemig.

The Chair then asked the Secretary to read the Proposal by the Board of Directors, which deals with Item 2 of the agenda. The content of that document is as follows:

**“ PROPOSAL  
BY THE BOARD OF DIRECTORS  
TO THE  
EXTRAORDINARY GENERAL MEETING OF STOCKHOLDERS  
TO BE HELD ON OCTOBER 25, 2016**

Dear Stockholders:

*The Board of Directors of Companhia Energética de Minas Gerais – Cemig:*

Whereas –

- a) Mr. Victor Guilherme Tito has resigned as substitute member of the Board of Directors of Cemig, Cemig Distribuição S.A. and Cemig Geração e Transmissão S.A., according to a letter in the Company’s possession;
- b) an Extraordinary General Meeting of Stockholders of Cemig will be held on January 20, 2016, to change the composition of the Company's Board of Directors;
- c) §1 of Clause 8 of the by-laws of Cemig D and Cemig GT states:

“§1 The members of the Board of Directors must, obligatorily, be the same members of the Board of Directors of the sole stockholder, Cemig;”

- d) Cemig D and Cemig GT will each hold an Extraordinary General Meeting of Stockholders on October 25, 2016, to make changes to their Audit Boards, in the event that the composition of the Board of Directors of this Company is changed on that date; and
- e) Subclause ‘g’ of Paragraph 4 of Clause 21 of the by-laws of Cemig states the following as attribution and responsibility of the Executive Board:

“Clause 21 – ... § 4º ...

- g) approval, upon proposal by the Chief Executive Officer, prepared jointly with the Chief Business Development Officer and the Chief Finance and Investor Relations Officer, of the statements of vote in the General Meetings of the wholly-owned and other subsidiaries, affiliated companies and in the consortia in which the Company participates, except in the case of the wholly-owned subsidiaries Cemig Distribuição S.A. and Cemig Geração e Transmissão S.A., for which the competency to decide on these matters shall be that of the General Meeting of Stockholders, and decisions must obey the provisions of these Bylaws, the decisions of the Board of Directors, the Long-term Strategic Plan and the Multi-year Strategic Implementation Plan.”;

*– do now propose to you as follows:*

– that the representatives of Cemig in the Extraordinary General Meeting of Stockholders of Cemig Distribuição S.A. and in the Extraordinary General Meeting of Stockholders of Cemig Geração e Transmissão S.A., to be held on October 25, 2016, should vote in favor of the change in the Board of Directors if there is a change in the Board of Directors of Cemig, on the same date.

As can be seen, the objective of this proposal is to meet legitimate interests of the stockholders and of the Company, and as a result it is the hope of the Board of Directors that it will be approved by the Stockholders.

**Belo Horizonte, September 9, 2016**

José Afonso Bicalho Beltrão da Silva  
Mauro Borges Lemos  
Allan Kardec de Melo Ferreira  
Arcângelo Eustáquio Torres Queiroz  
Helvécio Miranda Magalhães Junior  
José Pais Rangel  
Marcelo Gasparino da Silva

Marco Antônio de Rezende Teixeira  
Marco Antônio Soares da Cunha Castello Branco  
Nelson José Hubner Moreira  
Paulo Roberto Reckziegel Guedes  
Ricardo Coutinho de Sena  
Saulo Alves Pereira Junior  
Daniel Alves Ferreira ”

This proposal was submitted to debate and, subsequently, to votes, and was approved, with the stockholder **BNDES Participações S.A. – BNDESPar** abstaining, and voting in favor of alteration of the composition of the Board of Directors of Cemig Distribuição S.A. and Cemig Geração e Transmissão S.A. only in relation to the election of Ms. Patrícia Gracindo Marques de Assis Bentes.

There being no further business, the Chair opened the meeting to the floor.

Mr. Daniel Duarte Costa de Avelar, representative of the stockholder **Celso Eduardo Senna de Lima**, requested the Company to evaluate the implications arising from Mr. Manuel Jeremias Leite Caldas being a member of the Audit Board of Cemig and at the same time being a member of the Independent Investigation Commission of Centrais Elétricas Brasileiras S.A. – Eletrobras.

The meeting remaining open to the floor, and since no-one else wished to speak, the Chair ordered the session suspended for the time necessary for the writing of the minutes.

The session being reopened, the Chair, after putting the said minutes to debate and to the vote and verifying that they had been approved and signed, closed the meeting.

For the record, I, Anamaria Pugedo Frade Barros, Secretary, wrote these minutes and sign them together with all those present.