

# COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG

CNPJ 17.155.730/0001-64 – NIRE 31300040127

## MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF STOCKHOLDERS HELD ON DECEMBER 18, 2017

On the eighteenth day of December two thousand and seventeen, at 11 a.m. at the Company's head office, Av. Barbacena 1200, 21<sup>st</sup> Floor, Santo Agostinho, Belo Horizonte, Minas Gerais, Brazil, 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, 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 Ms. Ana Paula Muggler Rodarte, Procurator of the State of Minas Gerais, for the office of the Advocate-general of the State, in accordance with the 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 Luciano de Araújo Ferraz, representative of the stockholder **João Alan Haddad**, 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, that is to say by votes representing 367,836,373 shares.

After assuming as Chair of the meeting, Mr. Luciano de Araújo Ferraz 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 November 15, 17 and 18 of this year, in *Minas Gerais*, official publication of the Powers of the State, on pages 43, 32 and 33, respectively, and in the newspaper *O Tempo*, on November 15, 16 and 17, on pages 22, 14 and 21, respectively.

The content of the convocation notice is as follows:

“ **COMPANHIA ENERGÉTICA DE MINAS GERAIS – CEMIG**  
 CNPJ 17.155.730/0001-64 – NIRE 31300040127  
**EXTRAORDINARY GENERAL MEETING OF STOCKHOLDERS**  
**CONVOCAÇÃO**

Stockholders are hereby called to an Extraordinary General Meeting of Stockholders to be held on December 18, 2017 at 11 a.m., at the company’s head office, Av. Barbacena 1200, 21<sup>st</sup> floor, Belo Horizonte, Minas Gerais, Brazil, to decide on the following matters:

- Change in the composition of the Board of Directors, due to resignation; and
- Continuation, as the case may be, of appointment of the present members of the Board of Directors.

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 do so may exercise the right to vote using the remote voting system, under CVM Instruction 481/09, by sending the corresponding Remote Voting Statement (*Boletim de Voto à Distância*, or BVD), through the stockholder’s custodian institution or mandated bank, or directly to the Company.

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, and of the sole paragraph of Clause 9 of the Company’s by-laws, by exhibiting at the time, or depositing, preferably by December 14, 2017, proofs of ownership of the shares, issued by a depository financial institution, and a power of attorney with specific powers, at Cemig’s Corporate Executive Office (*Superintendência da Secretaria Geral*) at Av. Barbacena 1200 – 19<sup>th</sup> Floor, B1 Wing, Belo Horizonte, Minas Gerais.

Belo Horizonte, November 10, 2017

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

In accordance with CVM Instruction 481/2009, the Chair then asked the Secretary to read the consolidated summary lists of the votes cast by Remote Voting Form, published to the market on December 15 of this year, which will be available to stockholders for examination.

The Chair then stated that, due to vacancies on the Board of Directors, arising from the resignations (as per letters in the Company’s possession) of the Board Members

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Bruno Magalhães Menicucci,	Paulo Roberto Reckziegel Guedes,	Ricardo Coutinho de Sena,
Saulo Alves Pereira Junior,	Carolina Alvim Guedes Alcoforado,	Marina Rosenthal Rocha
and	Tarcísio Augusto Carneiro,	

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the stockholders present should appoint new members to the Board of Directors.

He said that, independently of the fact that the present period of office of the members of the Board of Directors was begun through adoption of multiple voting, the stockholder **BNDES Participações S.A. – BNDESPar** had requested, as per a letter in the Company’s possession, that this election process should be maintained.

The Chair then further explained that, in the Ordinary and Extraordinary General Meetings of Stockholders held, concurrently, on April 29, 2016, 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 these 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 of the Council of the CVM (the Brazilian Securities Commission) on Regulations Consultation 3649/2002, the stockholder Alexandre de Queiroz Rodrigues stated that no statement had been put forward in favor of removal of the members of the Board of Directors elected by minority stockholders, at the said Annual and Extraordinary General Meetings of Stockholders of 2016.

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

– as 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 the Santa Catarina State Public Safety Department, and CPF 807383469-34;

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with, as 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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and 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 463/13th Floor, Centro, CEP 20071-003, bearer of Identity Card No. 22191 issued by the Brazilian Bar Association, Rio de Janeiro Chapter, and CPF 239775667-68;

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with, as 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 463/13th Floor, Centro, CEP 20071-003, bearer of Identity Card N° 1439471, issued by the São Paulo State Public Safety Department, and CPF 245730788-00.

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– all the above to serve the remainder of the present term of office of two years, that is to say until the Annual General Meeting to be held in 2018.

The Chair the stated that this Meeting should at this opportunity elect the other sitting and substitute members of the Board of Directors, to serve the same term of office of two years as from April 29, 2016, that is to say until the Annual General Meeting to be held in 2018; and that 26,274,027 shares were necessary for the election of each member of the Board of Directors.

The Chair then further explained that, to complete the Board of Directors, the following **stockholders** should now nominate candidates:

- FIA Dinâmica Energia** – to nominate a sitting member and a related substitute member;
- AGC Energia S.A.** – to nominate two sitting members and the related substitute members;
- BNDES Participações S.A. (BNDESPar)** – to nominate two sitting and the related substitute members;
- and **The State of Minas Gerais** – to nominate eight sitting members and the related substitute members.

The representatives of the stockholder (**BNDESPar**) requested that it be recorded in the minutes that they considered it essential to warn the other stockholders present at this meeting, and the Chair of the meeting, that Cemig is subject to the provisions of Law 13303, in force since July 1, 2016; and that as a result it was their opinion that for this election the requirements and prohibitions imposed by Article 17 of that Law should be obeyed in relation to the parties nominated for seats on the Board of Directors.

The representatives of the stockholder **BNDESPar** then registered, with the status of a protest, for the information of the other stockholders and in the best interests of the Company:

- the existence of an irregularity in the separate voting procedure at the General Meeting of Stockholders held on April 29, 2016, which elected one sitting member and one substitute member of the Board of Directors without complying with the quorum for minority stockholders specified in Article 141, of §4 of Sub-item I of Law 6404/1976
- and that the CVM (Brazilian Securities Commission) was made aware of this occurrence in Case N° 19957.002996/2017-73, which culminated in ex-officio opening of administrative proceedings.

- After the statement by the CVM, the stockholder BNDESPar asked, in various communications to the Company, for a general meeting of stockholders to be called to decide on the subject.
- In its replies, the management of Cemig stated that it would include the matter on the agenda of a future general meeting of stockholders for the purpose of electing members to the Board of Directors, and their understanding is that this has not been complied with in this present meeting.

Mr. Luciano de Araújo Ferraz then said that, in relation to the first statement by the representatives of the stockholder **BNDESPar**, the State of Minas Gerais has its own enabling regulations governing Article 91 of Law 13303/2016, which enact a period of twenty four months for adaptation to the requirements of that Law.

He said that Article 27 of Minas Gerais State Decree 47154/2017 orders that the new rules governing state-controlled companies in relation to managers come into force at the earlier of two events: when the by-laws are changed, or after twenty-four months; and thus there was no disobedience to the law in this Meeting.

In relation to the second statement by the representatives of the stockholder **BNDESPar**, Mr. Luciano de Araújo Ferraz argued that the debate on the membership of the Board of Directors will not be affected if thirteen or fourteen sitting memberships of the Board and their related substitute Memberships are processed, so that the stockholder **BNDESPar**, with its stockholding position, will elect to the Board of Directors two sitting members and their related substitute members.

The representative of the stockholder **FIA Dinâmica Energia**, Daniel Alves Ferreira, then took the floor and said that the case before the CVM is in progress, and that the CVM had not yet made any decision; and that this Meeting will consider the request of the stockholder BNDESPar, so that nothing has been lost.

Continuing with the meeting, the representatives of the stockholder **BNDESPar**, in accordance with the schedule of votes cast, then attributed their total of 54,342,992 for membership of the Board of Directors, electing the following sitting members:

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**Patricia Gracindo Marques de Assis Bentes** – Brazilian, divorced, company manager, domiciled in São Paulo, SP, at Rua Funchal 411/5º, Vila Olímpia, CEP 04551-060, bearer of Identity Card 59879098-6, issued by the Public Safety Department of São Paulo State, and CPF 810318827-15;

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and

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**Carlos Eduardo Lessa Brandão** – Brazilian, divorced, engineer, domiciled in São Paulo, SP, at Av. José Galante 290/181, Vila Suzana, CEP 05642-000, bearer of Identity Card 3951096 issued by the Felix Pacheco Institute of Rio de Janeiro and CPF 797788527-15;

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– and said their substitute members would be elected later.

The stockholders present then requested that Article 147, Paragraph 3, Sub-Item I of Law 6404/1976 be applied to the election of Patrícia Gracindo Marques de Assis Bentes as a Member of the Board of Directors of Renova Energia S.A., and this was approved unanimously, i.e. by votes representing 367,836,373 shares.

The representative of the stockholder **FIA Dinâmica Energia**, in accordance with the schedule of votes cast, then attributed their total of 41,635,754 for membership of the Board of Directors, electing,  
– as sitting member:

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**Daniel Alves Ferreira** – 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.

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- and as his substitute member:

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**Manoel Eduardo Lima Lopes** – Brazilian, married, lawyer and accountant, domiciled in Rio de Janeiro, RJ, at Av. Oswaldo Cruz 81/201, Flamengo, CEP 22250-060, bearer of Identity Card 113537, issued by the Brazilian Bar Association, Rio de Janeiro Chapter, and CPF 046227237-00.

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The representative of the stockholder **FIA Dinâmica Energia**, in accordance with the schedule of voting, then attributed its total of votes representing 53,403,756 shares for the Board of Directors, electing,

– as sitting members:

**Hermes Jorge Chipp** – Brazilian, married, engineer, domiciled in Rio de Janeiro, RJ, at Rua Souza Lima 158/1001, Copacabana, CEP 22081-010, bearer of Identity Card 2187859-0, issued by Detran/RJ, and CPF 233128907-72;

and

**Arlindo Magno de Oliveira** – Brazilian, married, economist, domiciled in Rio de Janeiro, RJ, at Av. Afrânio de Melo Franco 54/302, Leblon, CEP 22430-060, bearer of Identity Card 813379666, issued by the Felix Pacheco Institute of Rio de Janeiro, and CPF 281761977-34;

– and as their respective substitute members:

**Alexandre Silva Macedo** – Brazilian, married, economist, domiciled in Rio de Janeiro, RJ, at Rua Jacarandás da Península 1000/101, Bloco 01, Barra da Tijuca, CEP 22776-050, bearer of Identity Card 10209317-6, issued by the Felix Pacheco Institute of Rio de Janeiro, and CPF 037426597-66;

and

**Paulo Sérgio Machado Ribeiro** – Brazilian, married, engineer, domiciled in Belo Horizonte, MG, at Rua Piauí 1848/503, Savassi, CEP 30150-325, bearer of Identity Card M-1071533, issued by the Minas Gerais State Public Safety Department, and CPF 428576006-15.

The representative of the stockholder **The State of Minas Gerais** and other **stockholders** that used remote voting, as per the schedule of votes, attributed their votes, representing 214,414,739 and 3,054,066 shares respectively, to complement the Board of Directors, electing,

– as sitting members:

**José Afonso Bicalho Beltrão da Silva** – 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;

**Bernardo Afonso Salomão de Alvarenga** – Brazilian, married, engineer, domiciled in Belo Horizonte, MG, at Av. Barbacena 1200, 18th floor, A1 Wing, Santo Agostinho, CEP 30190-131, bearer of Identity Card M-899851, issued by the Public Safety Department of Minas Gerais State, and CPF 154691316-53;

**Antônio Dirceu Araújo Xavier** – 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;

**Arcângelo Eustáquio Torres Queiroz** – 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;

**Helvécio Miranda Magalhães Junior** – 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;

**Marco Antônio de Rezende Teixeira** – 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 Public Safety Department of Minas Gerais State, and CPF 371515926-04;

**Marco Antonio Soares da Cunha Castello Branco** – 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

**Nelson José Hubner Moreira** – 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>Geber Soares de Oliveira</b>	– Brazilian, legally separated, accountant, domiciled in Belo Horizonte, MG, at R. Carlos Turner, 275/202, Silveira, CEP 31140-520, bearer of Identity Card MG1673562, issued by the Public Safety Department of the State of Minas Gerais, and CPF 373022806-49;
<b>Agostinho Faria Cardoso</b>	– Brazilian, married, engineer, domiciled in Belo Horizonte, MG, at Rua João Antônio Azeredo 165, Belvedere, CEP 30320-610, bearer of Identity Card M1073217, issued by the Minas Gerais State Public Safety Department, and CPF 355759566-87;
<b>Luiz Guilherme Piva</b>	– Brazilian, married, economist, domiciled in Belo Horizonte, Minas Gerais at Rua Professor Estevão Pinto 555/404, Serra, CEP 30220-060, bearer of Identity Card MG2084020, issued by the Public Safety Department of Minas Gerais State, 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, B2 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 Carlos de Andrada Tovar</b>	– Brazilian, married, engineer, domiciled in Belo Horizonte, Minas Gerais, at Av. Barbacena 1200, 17th floor, Santo Agostinho, CEP 30190-131, bearer of Identity Card 09505528-1, issued by the Felix Pacheco Institute, and CPF 074171737-99;
<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>Otávio Silva Camargo</b>	– Brazilian, married, economist, domiciled in Belo Horizonte, Minas Gerais at Rua Camapuan 730/704, Grajaú, CEP 30431-236, bearer of Identity Card MG19481185, issued by the Minas Gerais State Civil Police, and CPF 344141506-04.

The Chair then said that in the votes for election to the Board of Directors, votes representing a total of 985,126 shares had not been taken into account, since they represented abstentions.

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 Clause 12 of the by-laws of Cemig, and Clause 8, §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 meeting being opened to the floor, since no-one else wished to speak, the Chair ordered the session suspended for the time necessary for the writing of these 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 unanimously (that is to say by votes representing 367,836,373 shares), 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.