

# COMPANHIA ENERGÉTICA DE MINAS GERAIS – CEMIG

CNPJ 17.155.730/0001-64 – NIRE 31300040127

## MINUTES OF THE ANNUAL GENERAL MEETING OF STOCKHOLDERS HELD ON MAY 3, 2019

### **Date, time and place:**

May 3, 2019 at 11 a.m., at:  
Av. Barbacena 1200, 21<sup>st</sup> Floor, Santo Agostinho, Belo Horizonte, Minas Gerais, Brazil.

### **Convocation and publication:**

The Meeting was regularly called by publication of the convocation announcement on April 3, 4 and 5, 2019, in the publication *Minas Gerais*, on pages 25, 22 and 23 respectively, and in the publication *O Tempo*, on pages 21, 25 and 08, respectively. The Report of Management and the financial statements for 2018, and the related complementary documents, were widely disclosed in the press; placed at the disposal of stockholders on March 30, and April 2 and 3, 2019 in *Minas Gerais*, on pages 71, 30 and 25, respectively; and on March 30 and 31, and April 1, in *O Tempo*, on pages 23, 20 and 20, respectively; and were also published in the same two newspapers, on April 23, 2019, on pages 27 to 66 of *Caderno 1* in *Minas Gerais*, and pages 2 to 41 in the *Caderno Balanço* section of *O Tempo*.

The summary statement of votes by Remote Voting Form was published to the market on April 30, 2019, and will be at the disposal of stockholders for them to consult.

### **Attendance, quorum:**

**Stockholders** of Companhia Energética de Minas Gerais – Cemig representing 74.82% of the shares holding the right to vote were present, as verified in the Stockholders' Attendance Book, in which all signed, thus establishing a quorum for opening of this Meeting.

The following were also present:

|                                      |  |
|--------------------------------------|--|
| Maurício Fernandes Leonardo Júnior – | Chief Finance and Investor Relations Officer of Cemig; |
| Wieland Silberschneider –            | member of the Audit Board of Cemig;                    |
| Pedro Carlos de Mello –              | member of the Audit Committee of Cemig; and            |
| Leonardo Júnio Vilaça –              | for Ernst & Young Auditores Independentes.             |

### **Meeting committee:**

**Luiz Marcelo Carvalho Campos** was elected by show of hands to chair the meeting, and invited me, **Carlos Henrique Cordeiro Finholdt**, to be Secretary of the Meeting. The meeting having been opened, stockholders unanimously approved issuance of these minutes in summary form. Stockholders had the right to present statements of vote, and/or statements of protest or dissidence, it being required that these be numbered and authenticated by the Committee, and filed at the Company's head office.

### **Agenda:**

Decisions on the following:

- 1 Examination, debate and voting on the Report of Management and the Financial Statements for the year ended Monday, December 31, 2018, and the related complementary documents.
- 2 Allocation of the Net profit for 2018, of R\$ 1,700,099,000; and of the negative balance of Retained earnings in the amount of R\$ 114,769,000.
- 3 Form and date of payment of the minimum obligatory dividend, of R\$ 867,350,000.
- 4 Remuneration of the Managers, the members of the Audit Board, and the Audit Committee.

### **Reading of documents and receipt of votes:**

Reading of the documents related to the matters on the agenda of the meeting was dispensed with, unanimously, since their content was entirely known to the stockholders.

### **Decisions:**

**The stockholders**, recording the separate vote of the stockholder BNDESPar in relation to items 1, 3 and 4 of the convocation, **decided as follows:**

- I To approve**, by majority, as per the final voting summary attached, the Report of Management and the Financial Statements for the year ended December 31, 2018, and the related complementary documents.
- II To authorize**, by majority vote, as per the final voting summary attached, the following allocation of the net profit for 2018, in the amount of R\$ 1,700,999,000, and the negative balance of Retained earnings, of R\$ 72,305, relating to the initial adoption of CPC 48 / IFRS 9 and CPC 47 / IFRS 15, comprising the amount of R\$ 157,266,000, less the amount of R\$ 42,497,000 reflecting realization of the deemed cost of PP&E and reversal of R\$ 42,464,000 of expired dividends:

- a) R\$ 867,350,000 as minimum obligatory dividends, to stockholders, as follows:
- R\$ 210,000,000 in the form of Interest on Equity, to be paid in two equal installments, by June 28 and December 30, 2019, to stockholders whose names were on the Company's Nominal Share Registry on December 21, 2018;
  - R\$ 657,350,000 in the form of dividends for the 2018 business year, to be paid by December 30, 2019 to stockholders whose names are on the Company's Nominal Share Registry on the date on which the Annual General Meeting is held;
- b) R\$ 751,207,000 to be held in Stockholders' equity in the Retained earnings reserve, to provide funding for the Company's consolidated planned investments in 2019, as per a capital budget; and
- c) R\$ 9,237,000 to be held in Stockholders' equity in the Tax incentives reserve, relating to tax incentives obtained in 2018 as a result of investments made in the region of Sudene.

The payment may be brought forward, depending on availability of funds and at the discretion of the Executive Board.

For subclause 'b' above, the representative of the stockholder **The State of Minas Gerais** presented a proposal to change the amount from R\$ 708,743,000 to R\$ 751,207,000, for inclusion of expired dividends.

**III The Meeting approved the following proposal** for setting the remuneration of the managers – comprising the Board of Directors, the Executive Board, the members of the Audit Board and the Audit Committee – by majority vote, as per the final voting summary attached:

- 1) Allocation of the Annual Global Amount for Remuneration of the Managers, Audit Board members, and Audit Committee, of up to

R\$ 23,259,187.88 (twenty three million two hundred fifty nine thousand one hundred eighty seven Reais and eighty eight centavos),

– noting that there will be no alteration to the individual remuneration currently in effect – to include health insurance for the Executive Officers, to be contracted at the same level of the Health Plan in effect for the employees of the company, and variable remuneration, the following monthly fees to be payable:

to the Chief Executive Officer, R\$ 85,000.00 (eighty five thousand Reais);  
and to each of the other Chief Officers, R\$ 67,000.00 (sixty seven thousand Reais).

- 2) That the monthly remuneration of each one of the members of the Board of Directors – excluding members that are also Chief Officers, and subject to the condition relating to the payment of the *jeton* mentioned in item 4 below – shall be:
 

for the Chair of the Board of Directors, thirty per cent of the remuneration of the Chief Executive Officer, i.e. it shall be: R\$ 25,500.00 (twenty five thousand five hundred Reais)

and for the other members of the Board of Directors, 30% of the average remuneration of a Chief Officer, i.e. it shall be: R\$ 20,590.90 (twenty thousand five hundred ninety Reais 90 centavos).
- 3) That the members of the Board of Directors shall receive eighty per cent of the monthly remuneration stipulated, the rest being divided into *jetons* paid to those who attend meetings. If there is more than one meeting in the month, the *jeton* shall be divided proportionately between the number of meetings held in the month; if there is no meeting in the month, the sitting member and the substitute member shall receive the total amount of the monthly remuneration.
- 4) That the monthly remuneration of each sitting member of the Audit Board shall be 20% (twenty per cent) of the average remuneration of a Chief Officer of the Company, that is to say it shall be:
 

R\$ 13,727.27 (thirteen thousand seven hundred twenty seven Reais and twenty seven centavos);

and also that the monthly remuneration of each Substitute Member of the Audit Board shall be 80% (eighty per cent) of the monthly remuneration of the Sitting Member, that is to say it shall be R\$ 10,981.81 (ten thousand nine hundred eighty one Reais and 81 centavos),

in both cases excluding the benefits normally applicable under the Law.
- 5) To establish that the monthly remuneration of each one of the members of the Audit Committee shall be: R\$ 20,590.90 (twenty thousand five hundred ninety Reais and ninety centavos).
- 6) To establish that the members of the Board of Directors that are also members of the Audit Committee shall receive only the remuneration of the latter.
- 7) To establish that Members of the Board of Directors and sitting and substitute members of the Audit Board, and members of the Audit Committee who are resident in municipalities other than that of the Company's head office shall be reimbursed such expenses on accommodation and travel (within Brazil) as are necessary for their attendance at the meetings of those Boards or that Committee or for carrying out their functions or when invited by the CEO to a meeting at the Company, and shall also receive, as cost support for travel, R\$ 800 for each trip for attendance.
- 8) To establish that the fees of the members of the Executive Board, the Board of Directors and the Audit Board and the members of the Audit Committee shall be paid on the same date as the Company adopts for its employees.
- 9) To establish that the variable remuneration of the Chief Officers and the targets and performance indicators for their calculation shall be stipulated by the Board of Directors, as per the Policy on Remuneration for Chief Officers, limited to the value of the annual global allocation stated above.

## Closing

The Chair stated that the publications by the Company specified in Law 6404 of December 15, 1976 will be made in the newspapers *Minas Gerais*, official publication of the State, and in *O Tempo*, without prejudice to possible publication in other newspapers.

The meeting being opened to the floor, and since no-one wished to make any statements, these minutes were written, read, approved unanimously, and signed by those present:

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|--|--|
| Secretary:   | Carlos Henrique Cordeiro Finholdt.                       |
| For <b>The State of Minas Gerais</b> :                 | Luiz Marcelo Carvalho Campos.                            |
| For the stockholder <b>Romário Fernando da Silva</b> : | Luciano de Araújo Ferraz,<br>Virginia Kirchmeyer Vieira. |
| For <b>BNDES Participações S.A. – BNDESPar</b> :       | Luciana Najan Silva da Cruz.                             |
| For the Executive Board:                               | Maurício Fernandes Leonardo Júnior.                      |

Paulo Roberto Bellentani Brandão, for:

**British Coal Staff Superannuation Scheme,  
Bureau of Labor Funds-Labor Pension Fund,  
Franklin Templeton Investment Funds,  
KS Delaware II LLC,  
KS Delaware LLC,  
Mineworkers Pension Scheme,  
The Master Trust Bank of Japan, Ltd. as Trustee For MTBJ400045828,  
Vanguard Emerging Markets Stock Index Fund,  
Vanguard ESG International Stock ETF,  
Vanguard Fiduciary Trust Company Institutional Total International Stock Market Index Trust,  
Vanguard Total International Stock Index Fund, a Series of Vanguard Star Funds,  
Fundo de Investimentos em Ações Dinâmica Energia (FIA Dinâmica),  
Gaspert Participações S.A., and  
Luiz Barsi Filho.**

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| For the Audit Board:                       | Alexandre Eustáquio Sydney Horta,<br>Rogério Henrique Costa Matos,<br>Wieland Silberschneider; |
| For the Audit Committee:                   | Pedro Carlos de Mello;   |
| For Ernst & Young Auditores Independentes: | Leonardo Júnio Vilaça.   |



**VOTING SUMMARY – Base date: May 3, 2019**  
**Annual General Meeting of Stockholders May 3, 2019 – 11 a.m.**

1 – Examination, debate and voting on the Report of Management and the Financial Statements for the year ended December 31, 2018, and the related complementary documents (*ON Shares*):

| Asset                     | Approve     | Reject | Abstain    | Total votes |
|---------------------------|-------------|--------|------------|-------------|
| <b>Common (ON) shares</b> | 310.143.361 | 282    | 54.713.041 | 364.856.684 |

2 – Allocation of the Net profit for 2018, in the amount of R\$ 1,700,099,000, and of the negative balance of Retained earnings in the amount of R\$ 114,769,000 (*ON Shares*);

| Asset                     | Approve     | Reject | Abstain | Total votes |
|---------------------------|-------------|--------|---------|-------------|
| <b>Common (ON) shares</b> | 364.518.722 | 282    | 337.680 | 364.856.684 |

3 – Decision on the form and date of payment of the minimum obligatory dividends, in the amount of R\$ 867,350,000 (*ON Shares*);

| Asset                     | Approve     | Reject     | Abstain | Total votes |
|---------------------------|-------------|------------|---------|-------------|
| <b>Common (ON) shares</b> | 310.176.012 | 54.342.992 | 337.680 | 364.856.684 |

4 – Decision on the remuneration of the Managers, the members of the Audit Board, and the members of the Audit Committee (*ON shares*).

| Assets                    | Approve     | Reject    | Abstain    | Total votes |
|---------------------------|-------------|-----------|------------|-------------|
| <b>Common (ON) shares</b> | 301.841.060 | 8.334.952 | 54.680.672 | 364.856.684 |