

# CEMIG GERAÇÃO E TRANSMISSÃO S.A.

CNPJ 06.981.176/0001-58 - NIRE 31300020550

# **BOARD OF DIRECTORS**

# SUMMARY OF MINUTES OF THE 281<sup>ST</sup> MEETING

Date, time and place: June 29, 2016, at 12.30 p.m., at the Company's head office,

Av. Barbacena 1200, 12<sup>th</sup> floor, B1 Wing, Belo Horizonte, Minas Gerais, Brazil.

**Meeting Committee:** Chair: José Afonso Bicalho Beltrão da Silva;

Secretary: Alexandre de Queiroz Rodrigues.

# **Summary of proceedings:**

I Conflict of interest: The Board members listed below stated that they had no conflict of interest with the matters on the agenda of the meeting.

# II The Board approved:

- a) The proposal by the Chair, as follows:
  - i) Change of post: the Chief Corporate Management Officer,

Márcio Lúcio Serrano	- Brazilian, doctor, married, domiciled in Belo Horizonte, Minas
	Gerais, at Av. Barbacena 1200, 18th floor, B2 Wing, Santo Agostinho,
	CEP 30190-131, Bearer of Identity Card M575788 issued by SSP/MG,
	and CPF 110906186-20,

to be Chief Officer for Human Relations and Resources.

ii) Election of

Luís Fernando Paroli Santos	- Brazilian, married, Systems Analyst, domiciled in Belo Horizonte,
	Minas Gerais, at Av. Barbacena 1200, 21st floor, A1 Wing, Santo
	Agostinho, CEP 30190-131, Bearer of Identity Card MG5307664
	issued by SSP/MG, and CPF 903562416-53,

as Chief Corporate Management Officer, on an interim basis together with his functions as Chief Institutional Relations and Communication Officer,

both to serve the rest of the present period of office, i.e. until the first meeting of the Board of Directors after the Annual General Meeting of 2019.

b) The minutes of this meeting.

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#### III The Board authorized:

a) The following increases in the share capital of the following companies, through issue of the following numbers of new nominal common shares without par value:

Company	Amount of	No. of new	Issue price	New total share
	increase, R\$	shares issued	per share	capital, R\$
Cemig Geração Três Marias S.A.	471,525,000	471,525,000	R\$ 1.00	479, 505,000
Cemig Geração Salto Grande S.A.	147,968,000	147,968,000	R\$ 1.00	150,507,000
Cemig Geração Itutinga S.A.	55,241,000	55,241,000	R\$ 1.00	56,483,000
Cemig Geração Camargos S.A.	41,431,000	41,431,000	R\$ 1.00	42,366,000
Cemig Geração Sul S.A.	54,097,000	54,097,000	R\$ 1.00	55,455,00
Cemig Geração Leste S.A.	36,775,000	36,775,000	R\$ 1.00	37,775,000
Cemig Geração Oeste S.A.	22,116,000	22,116,000	R\$ 1.00	22,840,000;

and authorized subscription by the Company of the totality of the new shares issued in those companies, in the following amounts:

Company:	Amount
	authorized,
	R\$
Cemig Geração Três Marias S.A.	471,525,000
Cemig Geração Salto Grande S.A.	147,968,000
Cemig Geração Itutinga S.A.	55,241,000
Cemig Geração Camargos S.A.	41,431,000
Cemig Geração Sul S.A.	54,097,000
Cemig Geração Leste S.A.	36,775,000
Cemig Geração Oeste S.A.	22,116,000

b) Increase in the share capital of Guanhães Energia S.A. ('Guanhães'), by R\$ 36,000,000, through issuance of 36,000,000 nominal common shares without par value, increasing the share capital to R\$ 173,607,800, with consequent alteration and consolidation of the by-laws;

and subscription by the Company, in cash, of common shares in Guanhães totaling R\$ 17,640,000, corresponding to the Company's 49% equity interest, on the terms stated above.

## **IV** Orientation of votes:

The Board oriented the representatives of the Company to vote in favor of the agenda, as follows:

- a) at the Extraordinary General Meetings of Stockholders of the companies referred to in sub-item 'a' of Item III above, in relation to the said increases in share capital and subscription of capital therein referred to; and
- b) at the Extraordinary General Meeting of Stockholders of Guanhães, in relation to: the increase in share capital referred to in sub-clause 'b' of Item III above; consequent alteration in and consolidation of the by-laws; and the related subscription of stock.
- V Change in structure of Executive Board: The Chair reported that, as a result of the decision of the Extraordinary General Meeting of Stockholders of Cemig GT begun on June 14, 2016 and resumed and completed on June 17, 2016, the office of the Chief Officer for the Gas Division was abolished, and the post and office of Chief Officer for Human Relations and Resources was created. Consequently, since June 17, 2016 Mr. Felipe Torres do Amaral, until then Chief Officer for the Gas Division, is no longer a member of the Executive Board of the Company.



#### VI The members of the Executive Board are now as follows:

Chief Executive Officer:	Mauro Borges Lemos;
Deputy CEO:	Mateus de Moura Lima Gomes;
Chief Trading Officer:	Evandro Leite Vasconcelos;
Chief Business Development Officer:	César Vaz de Melo Fernandes;
Chief Finance and Investor Relations Officer:	Fabiano Maia Pereira;
Chief Generation and Transmission Officer:	Franklin Moreira Gonçalves;
Chief Corporate Management Officer:	Luís Fernando Paroli Santos*
Chief Counsel:	Raul Lycurgo Leite;
Chief Officer for Human Relations and Resources:	Márcio Lúcio Serrano;
Chief Institutional Relations and Communication Officer:	Luís Fernando Paroli Santos.
Chief Officer without portfolio	Ricardo José Charbel;

<sup>\*</sup> On interim basis, while also serving as Chief Institutional Relations and Communication Officer.

VII Compliance statement: The newly appointed Chief Officers 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 GT; and 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 Cemig and the Code of Ethical Conduct of Government Workers and Senior Administration of the State of Minas Gerais.

VIII Comments: The Chair spoke on subjects and business of interest to the Company.

**IX** Leave of absence: The Chair reported receipt by the Company of correspondence from the Board member Marcelo Gasparino da Silva, requesting unpaid leave from his functions on the Board of Directors of Cemig, and consequently on this Company's Board of Directors, for personal reasons, in the period from June 29, 2016 for up to 300 days, i.e. until April 28, 2017.

## The following were present:

Board members:	José Afonso Bicalho Beltrão da Silva,	Saulo Alves Pereira Junior,
	Mauro Borges Lemos,	Aloísio Macário Ferreira de Souza,
	Allan Kardec de Melo Ferreira,	Bruno Magalhães Menicucci,
	Arcângelo Eustáquio Torres Queiroz,	José Augusto Gomes Campos,
	Helvécio Miranda Magalhães Junior,	Bruno Westin Prado Soares Leal,
	José Henrique Maia,	Daniel Alves Ferreira,
	José Pais Rangel,	Carlos Fernando da Silveira Vianna,
	Marco Antônio de Rezende Teixeira,	Luiz Guilherme Piva,
	Marco Antônio Soares da Cunha Castello Branco,	Marina Rosenthal Rocha,
	Nelson José Hubner Moreira,	Samy Kopit Moscovitch;
		Wieland Silberschneider;
ecretary:	Alexandre de Queiroz Rodrigues.	

(Signed by:) Alexandre de Queiroz Rodrigues.

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