

COMPANHIA ENERGÉTICA DE MINAS GERAIS – CEMIG

LISTED COMPANY

CNPJ 17.155.730/0001-64 – NIRE 31300040127

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF STOCKHOLDERS HELD ON DECEMBER 18, 2012

At 11 a.m. on December 18, 2012, 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 its head office, Av. Barbacena 1200, 21th Floor, Belo Horizonte, Minas Gerais, Brazil, as verified in the Stockholders' Attendance Book, where all those present signed and made the required statements. The stockholder **The State of Minas Gerais** was represented by Ms. Paula Souza Carmo de Miranda, Representative State Attorney of the Office of the General Attorney of Minas Gerais, 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. She further stated that the stockholders present should choose the Chairman 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 Maria Celeste Morais Guimarães 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 unanimously approved. The Chair declared the Meeting opened and invited me, Anamaria Pugedo Frade Barros, a stockholder, to be Secretary of the Meeting, requesting me to proceed to reading of the convocation notice, published in the newspapers Minas Gerais, official publication of the Powers of the State, on November 29 and 30, and December 1, 2012, in the newspapers *Minas Gerais*, official publication of the powers of the State, on pages 62, 115 and 102 respectively; and *O Tempo*, on pages 34, 32 and 34, 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
CONVOCATION

Stockholders are hereby called to an Extraordinary General Meeting of Stockholders to be held on December 18, 2012 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:

- a) Change in the composition of the Board of Directors, as a result of resignation.
- b) Orientation of the vote of the Company's representatives in the Extraordinary General Meetings of Stockholders of Cemig D (Cemig Distribuição S.A.) and of Cemig GT (Cemig Geração e Transmissão S.A.) to be held on the same day as this Meeting, 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, adoption of the multiple voting system for election of members of the company's Board requires the vote of stockholders representing a minimum percentage of 5% (five per cent) of the voting stock.

Any stockholder who wishes to be represented by proxy at this General Meeting of Stockholders should obey the terms of Article 126 of Law 6406/76, as amended, and the sole paragraph of Clause 9 of the Company's by-laws, depositing, preferably by December 14, 2012, 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 at Av. Barbacena, 19th floor, B1 Wing, Belo Horizonte, Minas Gerais, or showing them at the time of the meeting.

Belo Horizonte, November 13, 2012,

Dorothea Fonseca Furquim Werneck – Chair of the Board of Directors ”

The Chair then stated that, due to a vacancy on the Company’s Board of Directors, due to the resignation of the Board Member Antônio Adriano Silva – as per a letter in the Company’s possession – a new sitting member should be elected to the Board of Directors; and that, independently of the present period of office of the Board of Directors having been begun through adoption of the multiple vote, continuance of this process of election had been requested by the stockholder **AGC Energia S.A.**, as per a letter in the Company’s possession.

Hence, this Meeting should elect all the sitting and substitute members of the Board of Directors to complete the period of office of 2 (two) years begun on April 27, 2012, that is to say, until the Annual General Meeting to be held in 2014, a total of 22,728,891 shares being necessary for the election of each Member of the Board of Directors.

Finally, the Chairman explained that it will be necessary firstly and in view of Clause 12 of the by-laws, to proceed to election of the sitting member and his respective substitute member put forward by representatives of the holders of the preferred shares, and only then to apply the instrument of Multiple Vote to fill the remaining vacancies on the Board of Directors.

Asking for the floor, as holders of preferred shares, the following stockholders:

**Adventure International LLC, Apogeo Dividendos Fundo de Investimento em Ações,
Apogeo Visão Fundo de Investimento em Ações,
Black Diamond International LLC,
Brazil International LLC,
Caixa Vinci Valor Dividendos Fundo de Investimento em Ações,
Cantaloup Investments LLC,
Fnaf Fundo de Investimento em Ações,
Fundo de Investimento em Ações Mistyque,
Fundo de Investimento Multimercado Crédito Privado Crociata,
Mistyque Teens Fundo de Investimento em Ações,
Nabr Fundo de Investimento em Ações,
Naf Enigma Fundo de Investimento em Ações,
Research Investments LLC,
Vinci Firenze Master Crédito Privado Fundo de Investimento Multimercado Investimento no Exterior,
Vinci Gas Blue Marlin Fundo de Investimento de Ações,
Vinci Gas Canoy Dividendos Fundo de Investimento em Ações,
Vinci Gas Dividendos Fundo de Investimento em Ações,
Vinci Gas Fundo de Investimento em Ações – FHS,
Vinci Gas Fundo de Investimento em Ações,
Vinci Gas Fundo de Investimento em Ações,
Vinci Gas Long-Biased Master Fundo de Investimento em Ações,
Vinci Gas Long-Only Master Fundo de Investimento em Ações,
Vinci Hedge Fundo de Investimento Multimercado,
Vinci Master Fundo de Investimento Multimercado,
Vinci Mercurio Fundo de Investimento em Ações,
Vinci Rio Vermelho – Fundo de Investimento em Ações and
Vinci Trópico Fundo de Investimento em Ações**

proposed election of the following candidates as members of the Board of Directors:

as sitting member:

Guy Maria Villela Paschoal – Brazilian, widower, engineer, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Jornalista Djalma Andrade 210, Belvedere, CEP 30320-540, bearer of Identity Card M-616, issued by the Public Safety Department of the State of Minas Gerais, and CPF 000798806-06.

and, as his substitute member:

Christiano Miguel Moysés – Brazilian, married, accountant, resident and domiciled in Belo Horizonte, Minas Gerais, at Av. Getúlio Vargas, 874/706, Bairro Funcionários, CEP 30112-020, bearer of Identity Card M-2275197 issued by the Public Safety Department of the State of Minas Gerais and CPF 857916016-20;

The Chairman then submitted the above-mentioned nominations to debate, and, subsequently to votes – separately, with only holders of preferred shares participating and they were approved by majority vote.

The Chair explained that, to complete the Board of Directors, the representative of the stockholder **AGC Energia S. A.** should put forward five sitting members and their respective substitute members, and the representative of the Stockholder **The State of Minas Gerais** should put forward 8 sitting members and the respective substitute members.

Asking for the floor, the representatives of the stockholder **AGC Energia S.A.** proposed the following stockholders to be members of the Board of Directors:

as sitting members:

Eduardo Borges de Andrade – Brazilian, married, engineer, resident and domiciled in Belo Horizonte, Minas Gerais, at Alameda das Falcatas 879, São Luiz, CEP 31275-070, bearer of Identity Card M-925419, issued by the Public Safety Department of the State of Minas Gerais and CPF nº 000309886-91;

Otávio Marques de Azevedo – Brazilian, married, engineer, resident and domiciled in São Paulo, São Paulo State, at Rua Afonso Braz 115/91, Vila Nova Conceição, CEP 04511-010, bearer of Identity Card MG-479057, issued by the Public Safety Department of the State of Minas Gerais, and CPF 129364566-49;

Paulo Roberto Reckziegel Guedes – Brazilian, married, engineer, resident and domiciled in Nova Lima-MG, at Alameda do Morro, 85/1600, Edifício Artemis, Vila da Serra, CEP 34000-000, bearer of Identity Card MG-13975681, issued by the Public Safety Department of the State of Minas Gerais, and CPF 400540200-34;

Ricardo Coutinho de Sena – Brazilian, married, engineer, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Rio de Janeiro 2299/1801, Lourdes, CEP 30160-042, bearer of Identity Card M-30172, issued by the Public Safety Department of the State of Minas Gerais, and CPF 090927496-72;

Saulo Alves Pereira Junior – Brazilian, married, engineer, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Ludgero Dolabela 857/701, Gutierrez, CEP 30430-130, bearer of Identity Card M-5345878, issued by the Public Safety Department of the State of Minas Gerais, and CPF 787495906-00;

– and as their respective substitute members:

Tarcísio Augusto Carneiro – Brazilian, divorced, engineer, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Professor Alvino de Paula 27, Estoril, CEP 30450-430, bearer of Identity Card M-1076524, issued by the Public Safety Department of the State of Minas Gerais, and CPF 372404636-72;

Bruno Magalhães Menicucci – Brazilian, single, engineer, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Nunes Vieira 86/402, Santo Antônio, CEP 30350-120, bearer of Identity Card M-11890035, issued by the Public Safety Department of the State of Minas Gerais, and CPF 081100286-16;

Marina Rosenthal Rocha – Brazilian, married, civil engineer, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Alagoas, 904/802, Funcionários, CEP 30130-160, bearer of Identity Card MG-11781993, issued by the Public Safety Department of the State of Minas Gerais, and CPF 060101836-26;

Newton Brandão Ferraz Ramos – Brazilian, married, accountant, resident and domiciled at Nova Lima-MG, at Rua Mares de Montanha 1245, Vale dos Cristais, CEP 34000-000, bearer of Identity Card MG-4019574, issued by the Public Safety Department of the State of Minas Gerais, and CPF nº 813975696-20; and

José Augusto Gomes Campos – Brazilian, married, physicist, resident and domiciled in Belo Horizonte, Minas Gerais at Rua Santa Catarina 1466/1602, Lourdes, CEP 30170-081, bearer of Identity Card MG-3059793, issued by the Public Safety Department of Minas Gerais State, and CPF nº 505516396-87.

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

– as sitting members:

Dorothea Fonseca Furquim Werneck	– Brazilian, divorced, economist, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Alagoas 601/811, Funcionários, CEP 30130-160, bearer of Identity Card 3758423-2, issued by the Public Safety Department of Rio de Janeiro, and CPF nº 261863817-49;
Djalma Bastos de Morais	– Brazilian, married, engineer, resident and domiciled in Belo Horizonte, Minas Gerais at Rua Elza Brandão Rodarte 81/1201, Belvedere, CEP 30320-630, bearer of Identity Card 1966100268, issued by the Army Ministry, and CPF 006633526-49;
Arcângelo Eustáquio Torres Queiroz	– Brazilian, married, electricity employee, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua da Gameleira 100, Santa Branca, CEP 31565-240, bearer of Identity Card MG3632038, issued by the Public Safety Department of the state of Minas Gerais, and CPF 539109746-00,
Francelino Pereira dos Santos	– Brazilian, married, lawyer, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Professor Antônio Aleixo 222/902, Lourdes, CEP 30180-150, bearer of Identity Card M-2063564, issued by the Public Safety Department of the State of Minas Gerais, and CPF 000115841-49;
Fuad Jorge Noman Filho	– Brazilian, married, economist, resident and domiciled at Nova Lima-MG, at Alameda Antibes 157, Condomínio Riviera, CEP 34000-000, bearer of Identity Card 458339, issued by the Public Safety Department of the State of Distrito Federal, and CPF nº 009880816-87;
João Camilo Penna	– Brazilian, married, engineer, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua La Plata 90, Sion, CEP 30315-460, bearer of Identity Card MG-246968, issued by the Public Safety Department of the State of Minas Gerais, and CPF nº 000976836-04;
Joaquim Francisco de Castro Neto	– Brazilian, married, company manager, resident and domiciled in São Paulo-SP, at Rua Oscar Freire 74/11, Cerqueira Cesar, CEP 01426-000, bearer of Identity Card 3343795-6, issued by the Public Safety Department of the State of São Paulo, and CPF 026491797-91;
Wando Pereira Borges	– Brazilian, in stable partnership, economist, resident and domiciled in Brasília-DF, at SHIS, QL 12, Conj. 08, Casa 18, CEP 71630-285, bearer of Identity Card M-896082, issued by the Public Safety Department of the State of Minas Gerais, and CPF nº 000289756-34;

– and, as their respective substitute members:

Paulo Sérgio Machado Ribeiro	– Brazilian, married, engineer, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Piauí 1848/503, Funcionários, CEP 30150-321, bearer of Identity Card 34133/D, issued by the Regional Engineering and Architecture Council of Minas Gerais (CREA/Minas Gerais), and CPF nº 428576006-15;
Lauro Sérgio Vasconcelos David	– Brazilian, legally separated, company manager, resident and domiciled in São Paulo-SP, at Rua Pedrosa Alvarenga 543/122, Itaim Bibi, CEP 04531-011, bearer of Identity Card M-3373627, issued by the Public Safety Department of the state of Minas Gerais, and CPF 603695316-04.
Franklin Moreira Gonçalves	– Brazilian, married, data processing technologist, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua João Gualberto Filho 551/302, Sagrada Família, CEP 31030-410, bearer of Identity Card M-5540831, issued by the Public Safety Department of the State of Minas Gerais, and CPF 754988556-72;
Leonardo Maurício Colombini Lima	– Brazilian, married, Accountant, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Cônego Rocha Franco 325/401, Gutierrez, CEP 30441-045, bearer of Identity Card 705600, issued by the Public Safety Department of the State of Goiás, and CPF065276716-87;
Luiz Augusto de Barros	– Brazilian, married, engineer, resident and domiciled in Belo Horizonte, Minas Gerais at Rua Curitiba 2401/1201, Lourdes, CEP 30170-122, bearer of Identity Card 6350, issued by CREA-MG, and CPF nº 000115841-49;
Guilherme Horta Gonçalves Júnior	– Brazilian, legally separated, economist, resident and domiciled in Rio de Janeiro-RJ, at Rua Professor Azevedo Marques 15/608, Leblon, CEP 22450-030, bearer of Identity Card 1622046, issued by the Public Safety Department of the State of Distrito Federal and CPF nº 266078757-34; and
Adriano Magalhães Chaves	– Brazilian, single, electrical engineer, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua São Mateus 244, Brasil Industrial, CEP 30626-260, bearer of Identity Card 19908712, issued by the Public Safety Department of the state of Minas Gerais, and CPF 086051928-79.
Marco Antonio Rodrigues da Cunha -	– Brazilian, married, engineer, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Miguel Abras, 33/501, Serra, CEP 30220-160, bearer of Identity Card M-281574, issued by the Public Safety Department of the state of Minas Gerais, and CPF nº 292581976-15.

The nominations of the representative of the stockholder **The State of Minas Gerais** were put to debate, and subsequently to the vote, and approved by majority.

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 assumed a solemn undertaking to become aware of, obey and comply with the principles, ethical values and rules established by the Code of Ethical Conduct of Government Workers and Senior Administration of the State of Minas Gerais.

- **Correction to previous Minutes:** The Chair stated that, in the Minutes of the Extraordinary General Meeting of Stockholders held on August 29, 2012, the CPF number of the Substitute Board Member Luiz Augusto de Barros was stated as 000115841-49, and that the correct number is 076215406-30.

The Chair further stated that, as a result of the change in the composition of the Board of Directors of Cemig and according to Clause 11, § 1º, of the Company's by-laws, and Clause 8, §1 of the by-laws of Cemig D and of Cemig GT, there is a need for change of the composition of the Boards of Directors of the wholly-owned subsidiaries Cemig D and Cemig GT, because the structure and composition of the Boards of Directors and Audit Boards of those Companies must be identical to those of Cemig. Continuing the business of the meeting, the Chair then requested the Secretary to read the Proposal of the Board of Directors, which deals with the agenda, the content of which is as follows:

**“ PROPOSAL
BY THE BOARD OF DIRECTORS
TO THE
EXTRAORDINARY GENERAL MEETING OF STOCKHOLDERS
TO BE HELD ON
DECEMBER 18, 2012.**

Dear Stockholders:

The Board of Directors of Companhia Energética de Minas Gerais (Cemig),

– WHEREAS:

- a) an Extraordinary General Meeting of Stockholders of Cemig will be held to change the composition of the Board of Directors;
- b) Clause 11, Paragraph 1, of Cemig’s by-laws states:

“The structure and composition of the Board of Directors and of the Executive Board of the Company shall be identical in the wholly-owned subsidiaries Cemig Distribuição S.A and Cemig Geração e Transmissão S.A., with the exception that only the subsidiary Cemig Distribuição S.A. shall have a Chief Energy Distribution and Sales Officer and the respective Department, and only the subsidiary Cemig Geração e Transmissão S.A. shall have a Chief Energy Generation and Transmission Officer and the respective Department.”;

- c) Clause 8 of the by-laws of Cemig D and of Cemig GT states:

“The Company’s Board of Directors shall be made up of 14 (fourteen) members and an equal number of substitute members. One of the members shall be its Chairman and another its Vice-Chairman, all being elected and subject to dismissal at any time by the General Meeting of Stockholders, for a period of office of 3 (three) years, and able to be reelected.

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

– now hereby proposes to you that:

Orientation should be given to the representatives of Cemig in the Extraordinary General Meetings of Stockholders of Cemig Distribuição S.A. (“Cemig D”) and Cemig Geração e Transmissão S.A. (“Cemig GT”), to be held on the same day for which this EGM of Cemig is called, to vote in favor of the alteration of the composition of the Boards of Directors of those companies, if there is a change in the composition of the Board of Directors of Cemig.

Belo Horizonte, November 13, 2012,

Dorothea Fonseca Furquim Werneck
Djalma Bastos de Moraes
Antônio Adriano Silva
Arcângelo Eustáquio Torres Queiroz
Francelino Pereira dos Santos

Guy Maria Villela Paschoal
João Camilo Penna
Joaquim Francisco de Castro Neto
Saulo Alves Pereira Junior
Bruno Magalhães Menicucci

Luiz Augusto de Barros
Newton Brandão Ferraz Ramos
Tarcísio Augusto Carneiro

”

The Chair put the above-mentioned Proposal by the Board of Directors to debate, and, subsequently, to the vote, and it was approved by a majority of votes. The meeting being opened to the floor, and since no-one wished to make any statement, the Chairman ordered the session suspended for the time necessary for the writing of the minutes.

The session being reopened, the Chairman, 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 Puggedo Frade Barros, Secretary, wrote these minutes and sign them together with all those present.