

COMPANHIA ENERGÉTICA DE MINAS GERAIS – CEMIG

LISTED COMPANY

CNPJ 17.155.730/0001-64 – NIRE 3130

BOARD OF DIRECTORS

SUMMARY OF MINUTES OF THE 619TH MEETING

Date, time and place: December 23, 2014 at 2.30 p.m. at the head office.

Meeting Committee: Chairs: Danilo de Castro, Djalma Bastos de Moraes, Guy Maria Villela Paschoal
Secretary: Anamaria Pugedo Frade Barros

Summary of proceedings:

I Conflict of interest: The board members listed below said they had no conflict of interest in the matter on the agenda of this meeting, with the exception of the Board member Danilo de Castro, who stated conflict of interest in relation to:

- Signature of an amendment to the contract for works and services with the State of Minas Gerais, through its State development department (SEDE);

and, together with the Board members

.....
Djalma Bastos de Moraes, Arcângelo Eustáquio Torres Queiroz, João Camilo Penna
Wando Pereira Borges and Luiz Augusto de Barros
.....

– stated that they had conflict of interest in relation to the matter of:

- Alteration of the criterion for monetary updating of the value of the Advance against Capital Increase made by the State of Minas Gerais.

These members withdrew from the meeting room at the time of discussion and voting on those matters, returning after the vote on them had been taken, to proceed with the meeting.

II The Board approved:

- a) The Budget for 2015.
- b) The minutes of this meeting.

III The Board authorized opening of administrative proceedings for exemption from tender, and donation of the real estate property of the Peti Environmental Station to the Minas Gerais State Forests institute.

IV The Board oriented the board members appointed by the Company, at the meeting of the Board of Directors of Transmissora Aliança de Energia Elétrica S.A. ('Taesa'), to vote in favor of orientation to the representative of Taesa in the Extraordinary General Meeting of Stockholders of Empresa Regional de Transmissão de Energia S.A. (ERTE) to vote in favor of:

- 1) Increase in the share capital of that company by seventeen million four hundred forty three thousand three hundred sixty one Reais sixty nine centavos, through issue of nominal preferred shares without par value, not convertible into common shares, without the right to vote in General Meetings of Stockholders, and with priority in reimbursement of capital, without premium, and nominal common shares without par value.
- 2) Orientation to the representative of Taesa in the General Meetings of Stockholders of Empresa Amazonense de Transmissão de Energia S.A. (EATE), and of Empresa Norte de Transmissão de Energia S.A. (ENTE) to vote in favor of orientation of vote in favor of the agenda by the representatives of EATE and ENTE in the Extraordinary General Meeting of Stockholders of ERTE as to the said capital increase.
- 3) Signature, by Taesa with EATE, ENTE and Alupar Investimento S.A. (Alupar), of the Second Amendment to the Stockholders' Agreement of ERTE, to reflect the alterations arising from the said increase, and to preserve the rights of the original stockholders Taesa and Alupar.
- 4) Orientation to the representative of Taesa to vote in favor, in the Extraordinary General Meetings of Stockholders of ENTE and EATE, of signature by ENTE, EATE, Alupar and Taesa of the said Second Amendment to the Stockholders' Agreement of ERTE.
- 5) Authorization for Taesa to assign to ENTE its right of first refusal for subscription of the preferred and common shares to be issued by ERTE in the capital increase referred to above.
- 6) Orientation to the representative of Taesa in the Extraordinary General Meeting of Stockholders of EATE to vote in favor of Assignment to ENTE of EATE's first refusal right relating to subscription of the preferred and common shares to be issued by ERTE in the capital increase referred to above.
- 7) Orientation for the representative of Taesa in the Extraordinary General Meeting of Stockholders of ENTE to vote in favor of subscription by the company of the total of all the preferred and common shares to be issued by ERTE in the capital increase referred to above.

V The Board ratified signature of the Second Amendment to the Contract for Execution, Directly or Indirectly, of Works and Provision of Services, with the State of Minas Gerais, through the Minas Gerais State development Department (SEDE), to change its termination date to December 21, 2016.

VI The Board re-ratified CRCA-095/2014, changing the quantity of nominal preferred shares without par value, not convertible into shares, without the right to vote in General Meetings of Stockholders of Taesa, with priority in reimbursement of capital, and without premium, to twenty one million seven hundred thirty two thousand two hundred three – the other provisions of that CRCA remaining unchanged.

VII Withdrawn from the agenda: The Board withdrew the following matters from the agenda:

- a) Cancellation of the debentures relating to the 2nd, 4th, 5th and 6th Private Issues of Non-convertible Debentures by Cemig, as a result of the acquisition of the totality of these debentures, to be realized by Cemig GT.
- b) Payment by the State of Minas Gerais of an amount related to the amount existing in the account for the Advance Against Future Capital Increase (AFAC), relating to the funds delivered to the Company in 1995, 1996 and 1998.

VIII Comment: The Chair spoke on a subject of interest to the Company.

The following were present:

Board members:	Danilo de Castro, Djalma Bastos de Moraes, Arcângelo Eustáquio Torres Queiroz, Guy Maria Villela Paschoal, João Camilo Penna, José Pais Rangel, Paulo Roberto Reckziegel Guedes, Saulo Alves Pereira Junior,	Wando Pereira Borges, Luiz Augusto de Barros, Bruno Magalhães Menicucci, Newton Brandão Ferraz Ramos, Tarcísio Augusto Carneiro, Flávio Miarelli Piedade, José Augusto Gomes Campos, Marina Rosenthal Rocha;
Audit Board Member:	Lauro Sander	
Secretary:	Anamaria Pugedo Frade Barros.	

(Signed:) Anamaria Pugedo Frade Barros.

Commercial Board of Minas Gerais State.
I certify registry, under N^o: 5870620,
on September 16, 2016.
Receipt No.: 16/556.562-4.
Marinely de Paula Bomfim – General Secretary.