

# COMPANHIA ENERGÉTICA DE MINAS GERAIS – CEMIG

LISTED COMPANY – CNPJ 17.155.730/0001-64 – NIRE 31300040127

## BOARD OF DIRECTORS

### SUMMARY OF MINUTES OF THE 589<sup>TH</sup> MEETING

**Date, time and place:** March 5, 2014 at 9 a.m. at the company’s head office,  
Av. Barbacena 1200, 21<sup>st</sup> Floor, Belo Horizonte, Minas Gerais, Brazil.

**Meeting Committee:** Chair: Dorothea Fonseca Furquim Werneck;  
Secretary: Anamaria Pugedo Frade Barros

#### **Summary of proceedings:**

**I Conflict of interest:** All board members present said they had no conflict of interest in relation to the matters on the agenda, and all stated there was no such conflict of interest, except:

Paulo Roberto Reckziegel Guedes, Newton Brandão Ferraz Ramos,	Saulo Alves Pereira Junior, Tarcísio Augusto Carneiro, and Marina Rosenthal Rocha,	Bruno Magalhães Menicucci, José Augusto Gomes Campos, and
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– who stated that they had conflict of interest in relation to the item relating to the Prothea Project. These Board Members withdrew from the meeting room at the time of discussion and voting on this matter, returning to proceed with the meeting after the vote on the matter had been taken.

#### **II The Board approved:**

- a) The new calendar of meetings of the Board of Directors for 2014.
- b) The Prothea Project, which refers to:

Signature, between Fundo de Investimento em Participações Melbourne – **FIP Melbourne**, in which Cemig Geração e Transmissão S.A. (**Cemig GT**) is a unit holder, as Purchaser, and **Andrade Gutierrez Participações S.A.** (“AGP”), as Vendor, of a share purchase agreement for the purchase, subject to certain conditions, of 83% of the total shares and 49% of the voting shares in SAAG Investimentos S.A. (“SAAG”), which, by the completion date of the transaction (“the Closing Date”), will own 12.4% of **Madeira Energia S.A.** (Mesa).

This acquisition will be structured through Equity Investment Funds (FIPs), and other vehicles, in which Cemig GT will have minority stockholdings. Thus Cemig will not have more than 50% (fifty per cent) of the voting stock in any vehicle, and no more than 50% (fifty per cent) of the net asset value of any of the FIPs, thus preserving the private-sector nature of the structure.

The price of this acquisition will be R\$ 835,384,911 (eight hundred thirty five million three hundred eighty four thousand nine hundred and eleven Reais), which will undergo monetary adjustment by the IPCA (Amplified National Consumer Price) Index from December 31, 2013 up to the Closing Date, augmented by any capital injections made by AGP in SAAG up to the Closing Date, less any dividends declared by SAAG to AGP up to the Closing Date

The conclusion of the transaction continues to be subject to other conditions precedent, including approval by the Brazilian monopolies authority (Cade) and the Brazilian electricity regulator, Aneel.

c) The minutes of this meeting.

**III The Board ratified** the presentation of the Indicative Non-binding proposals to Petrobras Gás S.A. – Gaspetro.

**IV Abstention:** The Board Member Franklin Moreira Gonçalves abstained from voting on the matter relating to the Prothea Project.

**V Comment:** The Chief Officer Fernando Henrique Schüffner Neto spoke on matters of interest to the Company.

**The following were present:**

Board members:	Dorothea Fonseca Furquim Werneck, Djalma Bastos de Morais, Fuad Jorge Noman Filho, Guy Maria Villela Paschoal, João Camilo Penna, Joaquim Francisco de Castro Neto, Paulo Roberto Reckziegel Guedes, Saulo Alves Pereira Junior, Tadeu Barreto Guimarães, Wando Pereira Borges,	Bruno Magalhães Menicucci, Franklin Moreira Gonçalves, Newton Brandão Ferraz Ramos, Tarcísio Augusto Carneiro, Adriano Magalhães Chaves, José Augusto Gomes Campos, Luiz Augusto de Barros, Marco Antonio Rodrigues da Cunha, Marina Rosenthal Rocha, Paulo Sérgio Machado Ribeiro;
Chief Officer:	Fernando Henrique Schüffner Neto;	
Secretary:	Anamaria Pugedo Frade Barros.	

Anamaria Pugedo Frade Barros