

INTERNAL REGULATIONS OF THE AUDIT COMMITTEE OF CEMIG, CEMIG D, AND CEMIG GT

- Chapter I - Purpose
- Chapter II - Concept
- Chapter III - Composition
- Chapter IV - Requirements and Prohibitions
- Chapter V - Investiture and Dismissal
- Chapter VI - Remuneration
- Chapter VII - Attributions
- Chapter VIII - Coordination
- Chapter IX - Secretariat and Advisory
- Chapter X - Meetings
- Chapter XI - Budget
- Chapter XII - Duties and Responsibilities
- Chapter XIII - Training and Performance Evaluation
- Chapter XIV - Appointment of Directors and Members of the Audit Committee
- Chapter XV - Final Provisions

Chapter I - Purpose

Article 1 - The purpose of these Internal Regulations is to establish the operating rules of the Audit Committee of Companhia Energética de Minas Gerais - CEMIG, Cemig Distribuição S.A. - CEMIG D, and Cemig Geração e Transmissão S.A. - CEMIG GT. The Audit Committee is a permanent advisory and statutory body, subject to the provisions of the Bylaws of the corresponding companies, applicable legislation and regulations, the resolutions taken by the Board of Directors, as well as good corporate governance practices.

Chapter II - Concept

Article 2 - The Audit Committee is the collegiate auxiliary body to the Board of Directors, responsible for exercising audit and inspection functions roles on the quality and integrity of financial statements, the adherence to legal norms, both statutory and regulations, and the effectiveness of internal control systems and internal and independent audits.

Paragraph 1 - The Audit Committee will also exercise its attributions and responsibilities with the subsidiaries of CEMIG and CEMIG GT that adopt a single Audit Committee.

Paragraph 2 - The Audit Committee reports to the Board of Directors.

Chapter III - Composition

Article - 3

The Audit Committee shall be comprised by 4 (four) members, most of whom are independent, appointed, and elected by the Board of Directors at the first meeting held after the General Shareholders' Meeting, for a term of office of 3 (three) years, not overlapping, with the possibility of 1 (one) re-election.

Paragraph 1 - Preferably, a member of the Board of Directors will comprise the Audit Committee, provided he/she is not an Executive Director of the Company.

Paragraph 2 - In the first election of the members of the Audit Committee, 1 (one) of the members, exceptionally, shall be elected for a term of office of 2 (two) years.

Chapter IV - Requirements and Prohibitions

Article 4 - The members of the Audit Committee must have professional experience or academic background compatible with the position, preferably in the accounting or audit fields, or in the sector in which the Company operates. At least 1 (one) of the members must have recognized professional experience in corporate accounting matters.

Paragraph 1 - The minimum conditions for joining the Audit Committee are:

- I - not being or having been, in the 12 (twelve) months prior to appointment to the Audit Committee:
 - a) an executive officer, employee, or member of the Company's Fiscal Council, its parent company, subsidiary, affiliate, or company under common control, directly or indirectly; and
 - b) a technician, officer, manager, supervisor or having performed any other role responsible for managing the team involved in the Company's audit work;
- II - do having a spouse, or a relative, by blood, affinity or adoption, up to the second degree, of the persons referred to in item I;
- III - not receive any other type of remuneration from the Company, its parent company, subsidiary, affiliate, or company under common control, directly or indirectly, other than remuneration relating to their role as a member of the Audit Committee;
- IV - not occupying or having occupied an effective public office role, even if on leave-of-absence, or a commissioned role in the Direct State Public Administration in the 12 (twelve) months prior to appointment to the Audit Committee; and
- V - meet the requirements provided in Article 147 of Law 6,404/1976, as amended.

Paragraph 2 - To comply with the required academic background, the appointed member must have an undergraduate or post-graduate degree recognized or accredited by the Ministry of Education.

Paragraph 3 - To comply with the required recognized experience in corporate accounting matters, provided for in the *caput* of this article, the member of the Audit Committee must have:

- I - knowledge of generally accepted accounting principles applicable to the Company and the financial statements;
- II - ability in applying said principles in relation to key accounting estimates;
- III - experience in preparing, auditing, analyzing or assessing financial statements whose scope and complexity are similar to those of the Company;
- IV - educational background compatible with the corporate accounting knowledge required for the activities to be carried out by the Audit Committee; and
- V - knowledge of internal controls and corporate accounting procedures and knowledge of the duties of an Audit Committee.

Paragraph 4 - Compliance with these requirements must be proven through documents, which shall be filed at the Company's headquarters for a minimum period of five (5) years from the last day of the Audit Committee member's term of office.

Chapter V - Investiture and Dismissal

Article 5 - The members of the Audit Committee shall be elected by the Board of Directors.

Paragraph 1 - The investiture into their positions shall occur upon signing the term of office, by at most 30 (thirty) days from the day they were elected.

Paragraph 2 - The members of the Audit Committee must keep their personal data updated with the

Company; provide a copy of their Identity Card, personal taxpayer ID (CPF), résumé and Statement of Assets, in addition to the statements required by the Bylaws and applicable legislation and regulations including, without limitation, a clearance statement, a term of adherence to the Company's material act or fact disclosure policy and securities trading policy, and, as applicable, a solemn commitment statement and a confidentiality statement regarding the information referred to in the Code of Ethical Conduct for Public Agents and State Senior Management.

Article 6 - The members of the Audit Committee may be dismissed by the justified vote of the absolute majority of the Board of Directors or by means of a voluntary resignation.

Article 7 - In the event of a vacant position for a member of the Audit Committee, his/her substitute shall be elected by the Company's Board of Directors on the first meeting that takes place after the committee's composition has been altered and said substitute shall complete the term of office of the previous member.

Paragraph 1 - The position of member of the Audit Committee is personal and does not allow a temporary substitute.

Paragraph 2 - In the event of absences or possible impediments of any member of the Audit Committee, the matters shall be deliberated among the remaining members.

Paragraph 3 - A position as member of the Audit Committee shall be considered vacant in the situations provided in applicable legislation and regulations, or when the Audit Committee member fails to attend, without justification, 2 (two) consecutive meetings or 3 (three) interspersed meetings, within a period of 12 (twelve) months.

Paragraph 4 - The members of the Audit Committee shall remain in their positions until their successors, which have been duly elected, take office.

Chapter VI - Remuneration

Article 8 - The remuneration of the members of the Audit Committee will be defined by the General Shareholders' Meeting.

Sole Paragraph - The members of the Board of Directors who are cumulatively part of the Audit Committee shall receive, exclusively, remuneration for the latter role.

Article 9 - Members of the Audit Committee residing in municipalities other than Belo Horizonte will be reimbursed for food, transportation, and accommodation expenses (within the national territory) required to be incurred for their attendance at meetings or to perform their duties.

Chapter VII - Attributions

Article 10 - The Audit Committee shall have, without prejudice to other powers provided in applicable legislation and regulations, the following attributions:

I - establish the operating rules and work plan for its functioning, in the form of these Internal Regulations;

II - oversee the activities of the independent auditors, so as to assess their independence, the quality of the services provided, and if said services meet the Company's needs;

III - oversee the work carried out by the internal control area, the internal audit, and the preparation of the financial statements for the Company and its subsidiaries, as applicable;

IV - monitor the quality and integrity of the internal control mechanisms, the financial statements, and the information and measurements disclosed by the Company and its subsidiaries, as applicable;

V - monitor the process of preparing the Management Report, Financial Statements and Explanatory

Notes, discussing, with adequate advance, to be determined jointly with all parties involved, the documents and reports that support the information presented, in which this Committee must:

- a) ensure that all documents and reports required to comply with applicable legislation and regulations are provided and properly available;
- b) monitor the adequacy of responsibilities related to the preparation, consolidation, and closure of reports;
- c) assess the process of preparing the Company's periodic financial reports, contemplating the internal controls adopted in the process;
- d) assess the choices or changes in accounting practices and obtain an understanding if alternative or unusual accounting treatments have been adopted by the Executive Board, the reason for which they were adopted, and the independent auditors' opinion on said alternatives;
- e) assess and compare the accounting practices adopted by the Company with the ones adopted by competitors and the market;
- f) analyze quarterly, interim, or special purpose financial statements;
- g) assess the consistency of the information presented in the financial statements with the corresponding information obtained through discussions and analysis with the Executive Board and other accounting and non-accounting entities;
- h) verify the adequacy of accounting provisions in relation to the opinion of the legal area;
- i) discuss with the Executive Board and the independent auditors the outcome of the examination of the financial statements and other significant matters that may affect the reliability of said statements;
- j) monitor the process of issuing and publishing different reports, in terms of legal requirements for integrity, timeliness, and consistency, among the documents prepared for different audiences;
- k) provide an opinion regarding the scope, content, and clarity of the explanatory notes, so that they meet not only legal and regulatory requirements, but, in particular, the needs of the readers of the financial statements;
- l) monitor the transparency of data disclosed to the market, in addition to the integrity and quality of said information;
- m) monitor the discussions held during the process of preparing the financial statements and the involvement of the Executive Board and the independent auditor;
- n) analyze financial and operational performance information provided to analysts and agencies, such as risk classification;
- o) examine the technical study of the expected generation of future profits or taxable income used as the basis for the accounting record of the Company's tax credits; and
- p) prepare a summary annual report, to be presented together with the financial statements, describing the activities, outcomes, and conclusions drawn, as well as the recommendations made and any significant divergence existing between the Company's management, independent auditors, and the Audit Committee regarding the Company's financial statements.

VI - assess the effectiveness of the internal control systems;

VII - assess the effectiveness of independent and internal audits, including a verification of compliance with applicable legal and regulatory provisions, in addition to internal regulations and codes; issue an opinion on the hiring and dismissal of the independent auditor;

IX - assess the Internal Audit's Annual Plan of Activities, Annual Report of Activities, structure, budget, and proposals for setting the attributions and regulating the functioning of the Internal Audit;

X - assess and monitor exposures to the Company's risk, which may require, among others, detailed information on policies and procedures related to:

- a) management Compensation;
- b) the use of the Company's assets; and
- c) expenses incurred on behalf of the Company;

XI - examine the periodic reports received from the integrity and risk management area on the activities carried out within the scope of its attributions;

- XII - recommend corrections or enhancement in policies, practices, and procedures identified within the scope of its attributions;
- XIII - assess compliance, by the Executive Board, of the recommendations made by the Audit Committee, the independent auditors, the internal auditors, and the regulatory body;
- XIV - assess reports prepared for the Board of Directors to address the internal control systems;
- XV - assess the reasonableness of the parameters used for actuarial calculations, as well as the actuarial result for benefit plans maintained by the pension fund while the Company is the sponsor of a closed supplementary private pension entity;
- XVI - establish and disclose, for matters related to the scope of its activities, the means for receiving and handling information about non-compliance with legal and normative provisions applicable to the Company, in addition to internal regulations and codes, including provision for specific procedures to protect the provider of the information, such as anonymity and guarantee of confidentiality;
- XVII - communicate to the Board of Directors the existence or evidence of error or fraud represented by:
- a) non-compliance with legal and regulatory rules that put the Company's operational continuity at risk;
 - b) fraud of any value perpetrated by the Company's statutory officers;
 - c) material fraud perpetrated by the Company's employees or third parties; and
 - d) errors that result in material inaccuracies in the Company's financial statements;
- XVIII - assess the reports related to the activities carried out by the Ombudsman;
- XIX - assess and monitor, jointly with management and the internal audit area, the adequacy of related-party transactions;
- XX - assess the internal audit reports on the effectiveness of risk management, controls, and governance processes, as well as regular reports from internal and independent audits on the results of their activities, including the Executive Board's responses to recommendations on controls and non-compliances, monitoring the reservations and recommendations made on the matter.
- XXI - provide an opinion so as to assist shareholders in nominating executive officers, members of advisory committees to the Board of Directors, and members of the Fiscal Council on the fulfillment of requirements and the absence of prohibitions for the respective elections;
- XXII - verify compliance of the assessment process of the executive officers, members of advisory committees to the Board of Directors, and members of the Fiscal Council;
- XXIII - monitoring the fairness opinion work hired by request of the Board of Directors, thus ensuring it adheres to best practices;
- XXIV - carry out the activities foreseen for the Audit Committee in the Sarbanes-Oxley Act – SOX, to which CEMIG is subject for having its shares registered with the Securities and Exchange Commission – SEC, the main regulator of the US stock market; and
- XXV - prepare a detailed annual report with information on activities, outcomes, conclusions, and recommendations, recording any existing and material differences between the Company's management, independent auditors, and the Audit Committee itself in relation to the financial statements, which shall be accompanied by evaluation forms of the external audit and internal audit, and a self-evaluation of the Audit Committee.

Paragraph 1 - The Audit Committee shall assess the information and financial statements referred in item V prior to their disclosure.

Paragraph 2 - The Audit Committee, aiming to fully comply with item XV, may use the following resources:

- a) analyzes and studies carried out by the members of the Audit Committee;
- b) Internal Audit work of the sponsor;
- c) reports from the Board of Directors of the Company and Forluz;
- d) reports from actuaries hired by Forluz and the Company;

- e) opinions of the Deliberative and Fiscal Council of Forluz;
- f) the hiring of a specialized company, pursuant to Article 21 of these Internal Regulations, if deemed necessary; and
- g) other documents, information, accounting data, interviews, and legal norms related to the matter.

Paragraph 3 - The report referred in item XXV shall be filed at the Company's headquarters for a minimum period of 5 (five) years.

Paragraph 4 - All information and documents mentioned in this article shall be provided or made available to all members of the Audit Committee, and none of its members may dispose of information not provided to the others.

Paragraph 5 - The members of the Audit Committee shall have full independence in the exercise of their attributions and must keep the information received confidential.

Paragraph 6 - If an eligibility and evaluation committee is installed, the powers described in items XXI and XXII shall be transferred to said body.

Chapter VIII - Coordination

Article 11 - One of the members of the Audit Committee shall be the Committee's coordinator, elected by the Board of Directors, who shall have the following attributions:

- I - convene and preside over the meetings;
- II - comply and ensure compliance with the rules of this Regulation; approve the agendas and matters to be discussed at the meetings;
- IV - forward to the Board of Directors and, as necessary, to another body or member of the Executive Board, the analyses, opinions, and reports prepared within the scope of the Audit Committee;
- V - invite, on behalf of the Audit Committee, the representatives of the Fiscal Council, the Executive Board, and other eventual participants of the meetings;
- VI - propose complementary norms necessary for the activities of the Audit Committee;
- VII - attend the Company's Annual Shareholders' Meeting, accompanied by other members of the Audit Committee, as necessary or convenient;
- VIII - coordinate the Audit Committee's annual evaluation process, in light of the guidelines established by the Board of Directors;
- IX - coordinate the preparation of the Audit Committee's annual budget proposal, or its amendments, to be assessed and approved by the Board of Directors;
- X - request the Executive Board to hire specialized services, as necessary, for the Audit Committee to properly carry out its activities;
- XI - carry out other technical or administrative acts, as necessary, for the exercise of his/her functions; and
- XII - appoint, among the members of the Audit Committee, the person responsible for attending the Board of Directors' meeting, without voting rights, whenever invited.

Chapter IX - Secretariat and Advisory

Article 12 - Advisory and administrative and logistical support for the meetings shall be provided by employee(s) allocated to the Corporate Law and Governance division, who shall have the following attributions:

- I - advise the Audit Committee on technical aspects in the performance of its attributions; II - prepare and distribute the meeting's agenda, as defined by the Audit Committee;
- III - act as secretary for the meetings;

- IV - prepare the minutes of the meetings;
- V - organize and keep under its custody all documents related to the activities carried out by the Audit Committee;
- VI - monitor the defined deadlines and information flow, ensuring that requests from the Audit Committee are forwarded to the appropriate parties in a timely manner;
- VII - prepare the necessary supporting materials and agendas for matters that require greater understanding to be deliberated;
- VIII - define deadlines for the disclosure of information, according to the needs of the members, and enable interaction with executive officers whenever clarifications are necessary;
- IX - plan the Audit Committee meetings in terms of having the adequate infrastructure and all supporting material, ensuring that the members of the Audit Committee receive clear and sufficient information for their deliberations and in a timely manner; and
- X - take care of other activities necessary for the functioning of the Audit Committee.

Article 13 - The Audit Committee will receive support from the organizational areas of the Company and its subsidiaries involved in matters within the scope of the Audit Committee, such as internal audit, accounting, ombudsman, compliance, internal controls, and risk management, which shall be responsible for providing proper and timely instructions for the matters attributed to the Audit Committee regarding their respective companies. The Audit Committee may request specific diligences, within the scope of its attributions.

Chapter X - Meetings

Article 14 - The Audit Committee will develop its activities through work meetings related to the demanded matters, thus fulfilling its attributions without jeopardizing the work carried out by each of its members in between the meetings, and all demands will be reported and registered for the next scheduled meeting.

Article 15 - The members of the Audit Committee shall be convened by the Committee's coordinator or the majority of its members, within at least 5 (five) days in advance.

Sole Paragraph - The meeting's agenda and respective documents shall be distributed within at least 5 (five) days in advance, except if duly justified otherwise by the Company and accepted by the Audit Committee.

Article 16 - The members of the Audit Committee shall hold:

- I - at least 1 (one) ordinary meeting every two months, on the date, location and time established by the Committee's coordinator;
- II - extraordinary meetings whenever convened by the Committee's coordinator, as deemed necessary by any of its members or upon request by the Executive Board of the Company or its subsidiaries;
- III - quarterly meetings, and whenever invited by the Board of Directors;
- IV - quarterly meetings with the Executive Board, the Internal Audit, and the Independent Audit, separately or jointly; and
- V - meetings with the Fiscal Council, as necessary and whenever requested by this collegiate body, to discuss policies, practices, and procedures identified within the scope of its respective attributions.

Paragraph 1 - The meetings must be held in person and members may participate by teleconference or videoconference or other electronic means of communication, provided they ensure the effective expression of will and the authenticity of their vote, after being justified and approved by the Audit Committee.

Paragraph 2 - The members of the Audit Committee, when invited, may attend the meetings of the other bodies, without the right to vote.

Paragraph 3 - At least one of the members of the Audit Committee must participate in the Board of Directors' meeting that addresses the periodic financial statements, the hiring of the independent auditor, and the Internal Audit's Annual Plan of Activities.

Paragraph 4 - The Audit Committee must have the means to receive internal and external complaints, including confidential ones, related to the Company and within the scope of its activities.

Art. 17 - The Audit Committee's meetings shall only be installed with the presence of the majority of its members.

Paragraph 1 - Deliberations shall be taken by the vote of the majority of the attending members and will be recorded in the minutes, which may be drawn up in summary form.

Paragraph 2 - In the event votes are not unanimous, dissenting votes must be recorded in the meeting's minutes. Article 18 - The meetings for each Audit Committee meeting must be:

- I - forwarded to the Board of Directors, after being read, approved, and signed by the members attending the meeting; and
- II - filed at the Company's headquarters.

Article 19 - The Company shall promote the disclosure of the Minutes of the Audit Committee Meetings, after approved by the Board of Directors.

Paragraph 1 - In the event the Board of Directors considers that the disclosure of the minutes may harm the Company's legitimate interests, only its extract shall be disclosed.

Paragraph 2 - The restriction provided in Paragraph 1 shall not be enforced to the control bodies, which will have full and unrestricted access to the content of the minutes of the Audit Committee's meetings, observing the transfer of confidentiality.

Chapter XI - Budget

Article 20 - The Audit Committee has operational autonomy and its own budget, under the limits approved by the Board of Directors, to conduct and determine consultations, assessments, and investigations within the scope of its activities, including the hiring and use of independent external experts, in addition to covering its ordinary expenses.

Sole Paragraph - The hiring of experts does not exempt the Audit Committee from its responsibilities.

Article 21 - The Company must provide all the resources necessary for the functioning of the Audit Committee, including the availability of internal personnel to advise on how to steer the works and to act as secretary at the meetings, and the hiring of external consultants to support the Committee in fulfilling its duties, as necessary.

Chapter XII - Duties and Responsibilities

Article 22 - The members of the Audit Committee undertake to comply with these Internal Regulations, the Company's Bylaws, Code of Ethics and Conduct, Manual for Disclosing and Using Material Information, Securities Trading Policy, and its Code of Governance Practices, in addition to other applicable internal rules.

Article 23 - The members of the Audit Committee, pursuant to the provisions of Article 160 of Law 6,404/1976, shall be subject to the same legal duties and responsibilities applicable to the Executive Board under Section IV of said Law, including the duty to inform the Board of Directors of the

existence of any conflict of interest and the duty to maintain confidentiality regarding documents and information made available to them that are not yet publicly available.

Article 24 - The confidentiality of information must be treated according to the Company's Information Security policy and standards, as well as legislation and other rules that regulate its activities.

Chapter XIII - Training and Performance Evaluation

Article 25 - The members of the Audit Committee must participate, upon taking office and on an annual basis, in specific training provided by the Company related to:

- I - corporate and capital market legislation; II - disclosure of information;
- III - internal control;
- IV - code of conduct;
- V - Federal Law 12,846, of August 1, 2013; VI - bids and contracts; and
- VII - other matters related to the Company's activities.

Article 26 - The members of the Audit Committee shall carry out a performance self-evaluation, on an annual basis, individually and collectively, without prejudice to the assessment to be carried out by the Board of Directors, as applicable.

Chapter XIV - Appointment of Directors and Members of the Audit Committee

Article 27 - In the exercise of its attributions provided in article 10, item XXI, the Audit Committee shall receive technical and operational support of the Company's Compliance area, which must carry out a conformity analysis on appointed nominees by filtering a background check for integrity and compliance.

Sole Paragraph - The Audit Committee is responsible for requesting the Company's Compliance area to carry out a background check providing, along with the request, at least the following documents and information: full name, personal taxpayer's ID (CPF) and updated résumé of the appointed nominee for members of the Company's Executive Board and Fiscal Council.

Article 28 - The Audit Committee must verify that the appointed nominees for positions as members of the Executive Board and Fiscal Council provide the documents under legal and statutory requirements, and record any reservations identified in the minutes.

Article 29 - The compliance analysis of the appointed nominees must take place prior to the publication of the call notice for the General Shareholders' Meeting in which the members of the Board of Directors and the Audit Committee will be elected.

Article 30 - The minutes of the Audit Committee meetings held to confirm compliance of the appointed members with the requirements defined in the nomination policy must be disclosed and any divergent opinions by its members must be recorded.

Chapter XV - Final Provisions

Article 31 - Omissions in this Internal Regulation that cannot be resolved by analogy with the Internal Regulation of the Board of Directors and by legal, regulatory, and statutory provisions applicable to the Audit Committee, shall be submitted to the Board of Directors, pursuant to applicable laws and regulations.

Article 32 - These Internal Regulations shall come into effect on the date they are approved by the Board of Directors, which may be amended upon proposal by any of its members or as proposed by the Audit Committee.