

Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda.

Annual Report of Fiduciary Agent

1st Issue of Non-convertible Debentures

CEMIG DISTRIBUIÇÃO S.A.



April 2014

Report on the business in the year 2013

Rio de Janeiro, April 30, 2014

To
The Debenture Holders of Cemig Distribuição S.A.
The Brazilian Securities Commission (CVM)
Unibanco S.A.
CBLC
CETIP

Dear Sirs,

As Fiduciary Agent for the first issue of Debentures by **Cemig Distribuição S.A.** we present to you the annual report on that issue, in compliance with CVM Instruction 28 of November 23, 1983, Subclause 'b' of Paragraph 1 of Article 68 of Law 6404/76, and the Issue Deed.

The consideration of the situation of the company was carried out based on the Standardized Financial Statements (DFP), other information supplied by the Issuer, and the internal controls of this Fiduciary Agent.

We also advise you that this report is available to debenture holders at: the Issuer's head office; at Simplific Pavarini DTVM; and at the CVM.

The Web version of this report has been sent to the issuer, and is also available on our website www.SimplificPavarini.com.br.

Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. carries out the function of Fiduciary Agent in the first issue of debentures by *Light Energia S.A.*, a company of the same group as the Company, in the total amount of R\$ 170,000,000.00, represented by 17,000 unsecured debentures, carrying a guarantee from Light S.A. This issue will be carried out in a single series, with maturity on April 10, 2016, payment of the nominal value to be made in two successive equal annual installments on April 10, 2015 and 2016, with payment of interest six-monthly.

Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. carries out the function of Fiduciary Agent in the first issue of debentures by *Light Serviços de Eletricidade S.A.*, a company of the same group as the Company, in the total amount of R\$ 650,000,000.00, represented by 65,000 unsecured debentures, carrying a guarantee from Light S.A. This issue will be carried out in a single series, with maturity on May 2, 2016, payment of the nominal value to be made in two successive equal annual installments on May 2, 2015 and 2016, with payment of interest six-monthly.

We take this opportunity to note that the formal registered name of our company was changes in 2013 to **Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda.**

Yours,

Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda.
Fiduciary Agent

Issuer

Formal name	CEMIG DISTRIBUIÇÃO S.A.
Head office address	Avenida Barbacena 1200, 17 th Floor, A1 Wing, Belo Horizonte, Minas Gerais, Brazil.
Brazilian Corporate Tax Number (CNPJ/MF)	06.981.180/0001-16
Chief Investor Relations Officer	Luiz Fernando Rolla lrolla@cemig.com.br
Activity	The objects of the company are to study, plan, project, build and commercially operate systems of distribution and sale of electricity and related services for which concessions are granted to it under any form of law.
Status	Operational
Stockholding control	The company is of the mixed private / public ownership type.
External auditors	Deloitte Touche Tohmatsu Auditores Independentes.

Characteristics of the Issue

Reporting and mandated bank	Banco Itaú S.A.		
BovespaFix / SND / ISIN Code	CMGD-D11 / CMGD11 / BRCMGDDBS009		
Lead Manager	Unibanco		
Distribution / Start / Closing	Public / 01.11.2006 / -		
Advertisements	In the publications <i>Minas Gerais</i> , <i>Valor Econômico</i> – (National Edition) and <i>O Tempo</i> .		
Rating	29/02/2012 Moody's Aa1.br	22/01/2013 Moody's Aa1.br	03/02/2014 Moody's Aa1.br
Registry with the CVM	CVM/SRE/DEB/2006/041, on 26/10/2006		
Reports of the Fiduciary Agent	April 30		
Status of the Issue / Issuer	ACTIVE / COMPLIANT		

Security	Non-convertible debentures
Decision	Meeting of the Board of Directors of January 25, 2006, minutes of which rectified by Meeting of June 29, 2006, and meeting of Board of Directors of Cemig held on January 25, 2006.
Issue / Series	1 st Issue, 1 st Series
Total amount	R\$ 250,503,517.80
Nominal value:	R\$ 10,871.6048
Number of shares	23,042
Form	Book-entry
Convertibility	Not convertible
Type	Unsecured, with Cemig Guarantee

Issue Date	June 1, 2006
Maturity date	June 2, 2014
Renegotiation date	None
Subscription and paying-up	The subscription price of the Debentures was their Nominal Unit Value, plus the Remuneration, calculated <i>pro rata temporis</i> , from the Issue Date up to the date of their actual paying-up – to be paid-up at sight, by giving as payment the debentures of Cemig’s 3rd Issue, under the Obligatory Exchange, and each Debenture of Cemig’s 3rd Issue shall correspond to one Debenture of this Issue. On November 1, 2006 all the debentures of CEMIG’s 3rd Issue – CMIG13 were exchanged for debentures of the 1st Issue of Cemig Distribuição S.A.
Amortization	Bullet
Remuneration	IGP-M inflation index +10.5%%
Dates of payment of the remuneration:	Interest shall be paid on the first business days of June, 2007 through 2014, and the nominal value shall be updated upon maturity.
Obligatory early acquisition	In the event of direct or indirect change in the stockholding control of the Issuer, or in the stockholding control of Cemig, the Issuer shall be obliged to acquire the Debentures in Circulation, as defined in item 7.2.2 of the Deed, at the option of any Debenture Holders who do not wish to remain as Debenture Holders of the Issue after the alteration in stockholding control. The Debenture Holders must be advised of the purchase offering through a specific notice published within 15 (fifteen) calendar days after the actual change in stockholding control, with a period of not less than 60 (sixty) calendar days for interested Debenture Holders to state their position, from the date of publication of the notice and in accordance with the procedures described in that notice. Acquisition of the Debentures by the Issuer must take place on the 30th (thirtieth) calendar day after the last day of the period for Debenture Holders to state their position, for the Nominal Value, plus the Remuneration, as specified in Clause 4.2 of the Deed. For the purposes of the provisions of this item, the following events shall constitute “change in stockholding control”: (i) in the event that the present direct controlling stockholder of the Issuer, Cemig, directly or indirectly ceases to hold the equivalent of, at least, 50% plus one share of the total of the shares representing the Issuer’s voting stock; (ii) and/or the entity that is currently the indirect controlling stockholder of the Issuer, the Government of the State of Minas Gerais, directly or indirectly, ceases to hold the equivalent of, at least, 50% (fifty per cent) plus one of the total of the shares representing the voting capital of Cemig; (iii) and/or the entity currently controlling Cemig, the Government of the State of Minas Gerais, directly or indirectly, ceases to hold the equivalent of, at least, 50% (fifty per cent) plus one of the total of the shares representing the voting capital of Cemig.
Quorum for decision in the General Meetings of Debenture Holders	In the decisions of the Meeting, each Debenture shall carry one vote, and appointment of persons, whether Debenture Holders or not, as proxies is allowed. Decision shall be taken by Debenture Holders representing the majority of the securities in circulation; save that changes in the conditions of Remuneration and/or payment of the Debentures, specified

in Items 4.2 and 4.5 of the Deed, must be approved by Debenture Holders representing 90% of the Debentures in circulation, subject to the provisions in item 7.2.2 of the Deed. Changes in the provisions for early maturity specified in item 5.2 of the Deed, and release of the Issuer from obligations specified in Clause VI of the Deed, must be approved by Debenture Holders representing at least 2/3 (two-thirds) of the Debentures in Circulation.

Allocation of Proceeds

The Issuer has not received any funds from this Issue, since the Debentures were fully paid-up by exchange for the Debentures of Cemig's 3rd Issue.

Position of the Debentures

Date	Issued	Redeemed	Canceled	Treasury	In circulation
01/06/2006	23,042	-	-	-	-
31/12/2006	23,042	-	-	-	23,042
31/12/2007	23,042	-	-	-	23,042
31/12/2008	23,042	-	-	-	23,042
31/12/2009	23,042	-	-	-	23,042
31/12/2010	23,042	-	-	-	23,042
31/12/2011	23,042	-	-	-	23,042
31/12/2012	23,042	-	-	-	23,042
31/12/2013	23,042	-	-	-	23,042

Guarantee

The Debentures will be of the unsecured type, without collateral nor preference. The Debentures of this Issue have the Surety of Cemig in the terms of Clause 4.8 of the Deed, as follows:

- "4.8.1. *The Debentures of this Issue and the obligations assumed by the Issuer under the Issue Deed are guaranteed by a guarantee given by Companhia Energética de Minas Gerais – Cemig ("the Surety Guarantor") which gives this guarantee as joint debtor and principal payer of all the obligations arising from the Issue Deed until their final settlement, with express waiver of the benefits provided by Articles 366, 827, 830, 834, 835, 837, 838 and 839 of Law 10406 of January 10, 2002, as amended ("the Civil Code"), and Articles 77 and 595 of Law 5869 of January 11, 1973, as amended ("the Code of Civil Procedure") for the obligations assumed in the Issue Deed. Cemig warrants and guarantees that (i) the provisions of this surety have been duly authorized by its respective competent corporate bodies; and (ii) all the authorizations necessary for giving of this surety have been obtained and continue to be in full force and effect.*
- 4.8.2. *The said Surety is given by Cemig irrevocably, and shall remain in effect until total compliance, by the Issuer, with all of its obligations specified in this Deed."*

Optional early redemption

The Debentures of this Issue will not be subject to optional early redemption by the Issuer.

Payments made and programmed

							R\$/debenture
Date	Event	Installment	Amount	Event	Installment	Amount	Status
01/06/2007	-	-	-	Interest	1/8	1,181.807095	paid
01/06/2008	-	--	-	Interest	2/8	1,306.945488	paid
01/06/2009	-	--	-	Interest	3/8	1,383.228225	paid
01/06/2010	-	--	-	Interest	4/8	1,429.053463	paid
01/06/2011	-	--	-	Interest	5/8	1,575.280990	paid
01/06/2012	-	--	-	Interest	6/8	1,649.260459	paid
01/06/2013	-	--	-	Interest	7/8	1,722.703122	paid
02/06/2014	Amort.	1/1	10,871.6048 + monetary updating	Interest	8/8	-	-

Meeting of debenture holders

No meetings of the debenture holders of the First Issue were held in 2013.

Notices to debenture holders

Payment of the Interest on the Sole Series of the 1st Debenture Issue

Cemig D ('the Company') advises holders of the debentures of the 1st Issue in circulation (a single Series) ('the Debenture Holders') that it will make payment of amortization and interest on June 3, 2013, as follows:

Event	Asset	Unit value	Number of shares	Amount in R\$
Interest	CMGD11	R\$ 1,722.703122	23,042	39,694,525.34

Belo Horizonte, May 29, 2013
 Luiz Fernando Rolla
 Chief Finance and Investor Relations Officer

Early maturity

Based on the information supplied to the Fiduciary Agent in the terms of the Issue Deed, and also on the information known to the Fiduciary Agent, without the agent having carried out any independent investigation, no event mentioned in the Issue Deed that could give rise to early maturity of the Issue was found to have taken place.

Statement

CLASSIFICATION: Reserved



Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda.
Rua Sete de Setembro 99, 24th Floor,
20050-005 Rio de Janeiro, RJ,
Brazil


Our Reference: GF/OF – 02242/2014
Your Reference:

Date: March 21, 2014

Subject: Statement that the Company is up to date with its obligations under the first issue of non-convertible debentures by Cemig Distribuição S.A.

Cemig Distribuição S.A. – Cemig D, a corporation with head office at Avenida Barbacena 1200, 17th Floor, A1 Wing, Belo Horizonte, Minas Gerais, Brazil, herein represented by its Chief Finance and Investor Relations Officer, hereby warrants as follows:

- It is up-to-date with its obligations under the Deed of the First Issue of Non-convertible Debentures, Unsecured, in a Single Series, issued for public distribution.
- Its Listed Company registry with the CVM (*Comissão de Valores Mobiliários* – Brazilian Securities Commission) is up to date.
- The proceeds of the Issue were used as specified in the Issue Deed.
- The Company maintains management units with capacity and qualification to attend debenture holders.
- Its assets are adequately insured, in accordance with the Company's internal norms.
- No acts have taken place that are not in compliance with its by-laws, which have been changed, as attached hereto.
- None of the early maturity events specified in Clause V of the Deed have taken place.
- Its warranties stated in the Issue Deed remain valid.


Luiz Fernando Rolla
Chief Finance and Investor Relations Officer

CMGD11 DATE	CMGD11 UP CEMIG DISTR	CMGD11 NOMINAL VALUE	CMGD11 IGP-M Index No.	CMGD11 IGP-M Index No.	CMGD11 IGP-M Business days	CMGD11 IGP-M Calendar days	CMGD11 IGP-M Accumulated Factor	CMGD11 UPDATED NOMINAL VALUE	CMGD11 Bus. Days Last pmt	CMGD11 INTEREST Accumulated Factor	CMGD11 INTEREST
	1st ISSUE	(VNe)	(NIn-1)	(NIn)	(dcp)	(dct)	(C)	(VNa)	(DP)	(FatorJuros)	
	R\$	R\$						R\$		252	R\$
21/11/2013	18,081.457599	10,871.60	533.621	535.168	13	20	1.58555702	17,237.549300	122	1.049525147	853.692163
22/11/2013	18,091.241463	10,871.60	533.621	535.168	14	20	1.58578653	17,240.044500	123	1.049941063	860.986148
23/11/2013	18,101.030648	10,871.60	533.621	535.168	15	20	1.58601609	17,242.540100	124	1.050357145	868.285091
24/11/2013	18,110.825191	10,871.60	533.621	535.168	15	20	1.58601609	17,242.540100	124	1.050357145	868.285091
25/11/2013	18,110.825191	10,871.60	533.621	535.168	15	20	1.58601609	17,242.540100	124	1.050357145	868.285091
26/11/2013	18,110.825191	10,871.60	533.621	535.168	16	20	1.58624567	17,245.036000	125	1.050773391	875.588955
27/11/2013	18,120.624955	10,871.60	533.621	535.168	17	20	1.58647528	17,247.532300	126	1.051189802	882.897763
28/11/2013	18,130.430063	10,871.60	533.621	535.168	18	20	1.58670493	17,250.028900	127	1.051606378	890.211511
29/11/2013	18,140.240411	10,871.60	533.621	535.168	19	20	1.58693461	17,252.525900	128	1.052023119	897.530207
30/11/2013	18,150.056107	10,871.60	533.621	535.168	20	20	1.58716433	17,255.023300	129	1.052440026	904.853870
01/12/2013	18,159.877170	10,871.60	533.621	535.168	20	20	1.58716433	17,255.023300	129	1.052440026	904.853870
02/12/2013	18,159.877170	10,871.60	533.621	535.168	20	20	1.58716433	17,255.023300	129	1.052440026	904.853870

Corporate Events and changes in by-laws

Meetings

ANNUAL ORDINARY AND EXTRAORDINARY GENERAL MEETINGS OF STOCKHOLDERS HELD ON APRIL 30, 2013

Summary of proceedings:

I Representatives of Cemig proposed the Chief Officer Luiz Fernando Rolla to chair the meeting – Approved.

II The Chair requested the Secretary to read:

A) The Convocation Notice, published in *Minas Gerais*, on March 28 and on April 2 and 3, 2013, and in *O Tempo*, on March 28, 29 and 30, 2013;

B) The Proposal by the Board of Directors, dealing with items **b**, **c** and **d** of the agenda, as follows:

I) **Distribution of earnings:** That the net profit for 2012, in the amount of R\$ 191,365,000, should be allocated as follows:

- 1 R\$ 9,568,000, or 5% of the net profit, to the Legal Reserve, in accordance with sub-clause “a” of the sole sub-paragraph of Clause 21 of the by-laws.
- 2 R\$ 141,114,000 to be paid as dividends in the form of Interest on Equity, as per Board Spending Decision (CRCA) 082/2012 of December 21, 2012, to those stockholders whose names were on the company’s Nominal Share Register on December 20, 2012.
- 3 R\$ 40,683,000 to be held in Stockholders’ equity in the Profit Reserve account, to fund expenditure on the Company’s investments planned for the business year of 2013.

II) **Change in the by-laws** – Redrafting of sub-clause ‘g’ of Item I and inclusion of a sub-clause ‘n’ in Item XI, of the head paragraph of Clause 17, to transfer the activity of the Ombudsman from the CEO to the Department of the Chief Officer for Institutional Relations and Communication, the new drafting to be as follows:

“ Clause 17: Subject to the provisions of the previous clauses, the following are the functions and powers attributed to the members of the Executive Board:

I – To the Chief Executive Officer:

...

g) to manage and direct the activities of internal auditing, the Corporate Executive Office, and strategic planning;

XI – To the Chief Institutional Relations and Communication Officer:

...

n) to carry out the function and activities of the Company’s Ombudsman”.

C. The Opinion of the Audit Board, mentioned in sub-clause ‘B’ of this item.

The meetings approved:

A) The Report of Management and the Financial Statements for the year ended December 31, 2012, and the respective complementary documents, placed at the disposal of stockholders through advertisement published in *Minas Gerais*, on March 28 and on April 2 and 3, 2013, and in *O Tempo*, on March 28, 29 and 30, 2013, and published in the same publications on April 20, 2013.

B) The proposal by the Board of Directors as mentioned in Item II, Subclause ‘B’, above.

C) Election of Board of Directors:

In accordance with Paragraph 1 of Clause 8 of the by-laws, the members of the Board of Directors of this Company are, obligatorily, the same as the members of the Board of Directors of the sole stockholder, Companhia Energética de Minas Gerais (Cemig). The representative of Cemig proposed the following sitting and substitute members of the Board of Directors, for a period of office of three years, that is to say until the AGM of 2016 – and the proposal was approved:

Sitting members:

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:
Eduardo Borges de Andrade	– Brazilian, married, engineer, resident and domiciled in Belo Horizonte-MG, 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 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 Minas Gerais, at Alameda do Morro 85, Torre 4, Apt. 1600, 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;
Dorothea Fonseca Furquim Werneck	– Brazilian, divorced, economist, resident and domiciled in Belo Horizonte, Minas Gerais at Rua Adauto Lúcio Cardoso, 633, Belvedere, CEP 30320-290, bearer of Identity Card 3758423-2, issued by the Public Safety Department of the State of Rio de Janeiro, and CPF 261863817-49;
Djalma Bastos de Morais	– Brazilian, married, engineer, resident and domiciled in Belo Horizonte, Minas Gerais at R. Elza Brandão Rodarte, 81/1201, Belvedere, CEP 30320-630, bearer of Identity Card 1966100268-006633526, issued by the CREA of Rio de Janeiro, 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,
Fuad Jorge Noman Filho	– Brazilian, married, economist, resident and domiciled in 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-MG, 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;
Tadeu Barreto Guimarães	– Brazilian, divorced, economist, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Passa Tempo 65/700, Anchieta, CEP 30310-760, bearer of Identity Card M754157, issued by the Public Safety Department of Minas Gerais State, and CPF 370853526-04; and
Wando Pereira Borges	– Brazilian, stable union, economist, resident and domiciled in Brasília, Federal District, at SHIS, QL 12, Conj. 08, Casa 18, CEP 71630-285, bearer of Identity Card M-896082, issued by the Public Safety Department of Minas Gerais State, and CPF 000289756-3.4
– and as their respective substitute members:	
Christiano Miguel Moysés -	– Brazilian, married, accountant, resident and domiciled in Belo Horizonte, Minas Gerais, at R. Maranhão, 1050/1201, Funcionários, CEP 30150-331, bearer of Identity Card M-2275197, issued by the Public Safety Department of the State of Minas Gerais, and CPF 857916016-20.
Tarcísio Augusto Carneiro -	– Brazilian, legally separated, 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, production 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 M-11781993, issued by the Public Safety Department of the State of Minas Gerais, and CPF 060.101.836-26.
Newton Brandão Ferraz Ramos	– Brazilian, married, accountant, resident and domiciled in Nova Lima, Minas Gerais, 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 Minas Gerais State and CPF 813975696-20;
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 505516396-87.
Paulo Sérgio Machado Ribeiro	– Brazilian, married, engineer, resident and domiciled in Belo Horizonte-MG, 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, separated, company manager, resident and domiciled in São Paulo-SP, at Rua Pedroso Alvarenga 543/247, 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;
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 Cupertino Durão, 173/401, Leblon, Rio de Janeiro, CEP 22441-030, 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 Alameda dos Jacarandás, 838, São Luiz, CEP 31275-060, bearer of Identity Card 19908712, issued by the Public Safety Department of the State of Minas Gerais, and CPF 086051928-79.
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;
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 292581976-15;

D) Election of the Audit Board

Considering the election of the members of the Audit Board of the sole stockholder, at the Ordinary and Extraordinary General Meetings of Stockholders of that Company held on the same day, concurrently, at 11 a.m., the representatives of Companhia Energética de Minas Gerais – Cemig proposed the following persons to be members of the Audit Board:

Sitting members:

Lauro Sander	– Brazilian, married, bank employee, resident and domiciled in Rio de Janeiro, RJ, at Av. Monsenhor Ascanio 63/201, Barra da Tijuca, CEP 22621-060, bearer of Identity Card 7017225744, issued by the Public Safety Department of Rio Grande do Sul, and CPF 130841600-82;
Helton da Silva Soares	– Brazilian, married, accountant, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Alvarenga Peixoto 832/301, Lourdes, CEP 30180-120, bearer of Identity Card MG-6392717, issued by the Civil Police of the State of Minas Gerais, and of CPF Nº 000185326-08;
Aristóteles Luiz Menezes Vasconcellos Drummond	– Brazilian, married, journalist, resident and domiciled in Rio de Janeiro, Rio de Janeiro State, at Av. Rui Barbosa 460/801, Flamengo, CEP 22250-020, bearer of Identity Card 1842888, issued by the Félix Pacheco Institute, and CPF 026939257-20;
Luiz Guaritá Neto	– Brazilian, legally separated, engineer and entrepreneur, resident and domiciled in Uberaba, MG State, at Rua dos Andradas 705/1501, Nossa Senhora da Abadia, CEP 38025-200, bearer of Identity Card M-324134, issued by the Public Safety Department of Minas Gerais State, and CPF 289118816-00;
Thales de Souza Ramos Filho	– Brazilian, married, doctor, resident and domiciled in Juiz de Fora, Minas Gerais, at Rua Severino Meireles 67, Passos, CEP 36025-040, bearer of Identity Card M-290728, issued by the Public Safety Department of Minas Gerais State, and CPF 003734436-68;

– and as their respective substitute members:

Salvador José Cardoso de Siqueira	– Brazilian, divorced, bank employee, domiciled in Brasília, Federal District, at SQS 214, Bloco F, Apto. 507, Asa Sul, CEP 70293-060, bearer of Identity Card 812001931, issued by Instituto Félix Pacheco do Estado do Rio de Janeiro, and CPF 302074607-87.
Bruno Gonçalves Siqueira	– Brazilian, single, accountant and economist, resident and domiciled in Belo Horizonte, Minas Gerais at Rua Ceará 1850/500, Funcionários, CEP 30150-311, Bearer of Identity Card MG-13.786.224, issued by the Public Safety Department of Minas Gerais State, and CPF 075851006-39.

Marcus Eolo de Lamounier Bicalho	– Brazilian, married, economist, resident and domiciled in Belo Horizonte, Minas Gerais, at Rua Adolfo Radice 114, Mangabeiras, CEP 30315-050, bearer of identity card M-1033867, issued by the Public Safety Department of Minas Gerais State, and CPF 001909696-87;
Ari Barcelos da Silva	– Brazilian, married, company manager, resident and domiciled in Rio de Janeiro, RJ, at Rua Professor Hermes Lima 735/302, Recreio dos Bandeirantes, CEP 22795-065, bearer of Identity Card 2027107-7, issued by CRA-RJ, and of CPF 006124137-72; and
Aliomar Silva Lima	– Brazilian, divorced, economist, resident and domiciled in Belo Horizonte, Minas Gerais at Rua Aimorés 2441/902, Lourdes, CEP 30140-072, bearer of Identity Card MG-449262, issued by the Public Safety Department of Minas Gerais State, and CPF 131654456-72.

E) The minutes of these Meetings.

IV Statement by new members

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 D, 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. V - The elected Members of the Audit Board declared – in advance – that they are not subject to any prohibition on exercise of commercial activity, 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.

VI Publications

The Chairman then stated that the publications by Cemig D specified in Law 6404 of December 15, 1976, as amended, will be made in the newspapers Minas Gerais, the official publication of the *Powers of the State*, and *O Tempo*, without prejudice to possible publication in other newspapers.

The following were present:

Stockholders representing one hundred per cent of the share capital, namely:

Anamaria Pugedo Frade Barros; Djalma Bastos de Moraes and Arlindo Porto Neto, for Cemig;
Marcus Eolo de Lamounier Bicalho, for the Audit Board;
Luiz Fernando Rolla, for the Executive Board;
José Ricardo Faria Gomez and Leonardo Fonseca de Freitas Maia, for the external auditors.

Signed by:

Anamaria Pugedo Frade Barros.

Registry with the Commercial Board of Minas Gerais State:

Commercial Board of Minas Gerais State.
I certify registry, under N°: 5057614, on May 24, 2013.
Receipt No.: 13/345.561-1.
Marinely de Paula Bomfim – General Secretary.

Meetings of the Board of Directors

MEETING OF THE BOARD OF DIRECTORS HELD ON JANUARY 17, 2013

Summary of proceedings:

I Conflict of interest: The Chair asked the board members present whether any had conflict of interest in relation to the matters on the agenda, and all stated there was no such conflict of interest, except:

Arcângelo Eustáquio Torres Queiroz and Adriano Magalhães Chaves

– who stated that they had conflict of interest in the matter of the Incentive Retirement Program (PID). They withdrew from the meeting room at the time of discussion and voting on that matter, returning after the respective votes on them had been taken.

II The Board approved:

- a) The Incentive Retirement Program (PID).
- b) The minutes of this meeting.

III The Board authorized:

- a) Signature by the Company, outside the prior specified time limit, of the Third Amendment to Contracts Cemig 4570011658, Cemig D 4570011659 and Cemig GT 4570011660, between Fundação Forluminas de Seguridade Social and Cemig, Cemig D, and Cemig GT respectively, to provide for extension of the contractual period for the rental of the real estate property at Av. Barbacena 1200, Santo Agostinho, Belo Horizonte, Minas Gerais, from thirty six to forty eight months, from March 1, 2009, able to be extended, by amendments, such that the total contract may be for up to sixty months; altering the global value of the Contracts; and ratifying all acts practiced since March 1, 2012.
- b) Opening of administrative tender proceedings, and contracting, on the unit price basis, of services of electricity consumption meter reading in kWh in the B Group through micro- data collectors, by both the conventional and immediate billing methods, for a period of up to thirty six months, able to be extended, by amendments, for up to a further twenty-four months, for a maximum limit of sixty months, as follows:
Lot 1 – Juiz de Fora; Lot 2 – Montes Claros; Lot 3 – Uberlândia.
- c) Advance release of funding for Priority 1 MacroProjects for the 2013–2017 investment cycle, with opening of the respective tender award proceedings and purchase/contracting of the services.

VII Comments: The following spoke on general matters and business of interest to the Company:

– the Chair, Members of the Board, and Chief Officer Luiz Fernando Rolla.

MEETING OF THE BOARD OF DIRECTORS HELD ON MARCH 26, 2013

Summary of proceedings:

I Conflict of interest: The board members indicated below stated that they had no conflict of interest with the matters on the agenda of this meeting, except for the following board members:

Arcângelo Eustáquio Torres Queiroz, Adriano Magalhães Chaves and Franklin Moreira Gonçalves,

who stated themselves to have conflict of interest in relation to the PID Voluntary Retirement Program. They withdrew from the meeting room while this matter was presented and debated, and returned after it had been considered.

II The Chair informed the meeting that Mr. Mr. Francelino Pereira dos Santos has presented a letter of resignation from his membership of this Board, but that so as not to leave the Board without the minimum number of members necessary for its decisions, he will retain his position until the Extraordinary General Meeting of Stockholders that decides on the subject, making his resignation official on the day of that meeting.

III The Board approved:

- a) The amount for Personnel, Materials, Services and Other expenses for January to April 2013, authorizing the other transactions of the Company necessary for its functioning, and canceling and replacing Board Spending Decisions (CRCA's) 085/2012 and 009/2013;
- b) and, in the continuation of the meeting on March 27, 2013, issuance of the financial statements for the 2012 business year.
- c) The Technical Feasibility Study on Offsetting of Tax Credits, which is the grounds for the accounting of deferred tax credits contained in the 2012 financial statements.
- d) The proposal of the board member Marco Antonio Rodrigues da Cunha, that the members of the Board should authorize their Chair to call Ordinary and Extraordinary General Meetings of Stockholders to be held, concurrently, on April 30, 2013, at 3 p.m.
- b) The minutes of this meeting.

III The Board authorized:

- a) Signature of a rental contract with Forluz, for eight floors, including prorating of the shared areas, of the real estate property at Av. Barbacena 1219, in Belo Horizonte, totaling an area of 8,348.55m², for twenty years from the date of the delivery of the works, able to be extended for successive equal periods, by signature of Amendments.
- b) Signature of the First Amendment to a contract with Engeform Construções e Comércio Ltda., for supply of materials and equipment, assembly and dismantling, civil engineering and works services, for implementation of the underground lines of the Metropolitan Region in the *Cresceminas* Program, to incorporate the services of commissioning of the protection of the terminals of the underground lines and of the complementary civil works – extension/connection to the Belo Horizonte Calafate Substation, with alteration of the global value and date of termination of the construction of the Underground Lines, from March 30, 2012 to July 30, 2012;
- c) Signature of the Second Amendment to the Global Price Fixed Term Partial Turnkey Contract between Cemig D, Cemig GT and Siemens Ltda., relative to implementation of Lot 3 of the *Cresceminas – Transmission and Subtransmission* – Program, for:
 - alteration of the scope and deadlines established in the Contract;
 - consequent reduction of the ICMS tax at the destination;
 - application of the rates of ISS tax (Tax on Services) in force in each municipality;
 - consequent alteration of the Global Price;
 - commitment by the Contractor to provide all explanations necessary for ascertaining the amounts paid by the Client;
 - consent by the Contractor to reimburse any additional costs caused to by Client arising from the tax inconsistencies; and
 - settlement of all the debits, incidental costs and expenses incurred by the Contractor.
- d) Constitution and reversal of operational provisions in the business year 2012.

V The Board submitted to the Ordinary and Extraordinary General Meetings of Stockholders:

- a) the Report of Management, the Financial Statements for the 2012 business year and the related complementary documents;
- b) the following Proposal for allocation of the net profit for 2012, in the amount of R\$ 191.365,000:
 - R\$ 9,568,000, or 5% of the net profit, to the Legal Reserve;
 - R\$ 141,114,000 to be paid as dividends in the form of Interest on Equity, to those stockholders whose names were on the Company's Nominal Share Register on December 20, 2012; and
 - R\$ 40.683,000 to be held in Stockholders' equity in the Retained Earnings Account, to provide funding for the Company's planned investments in 2013; and
- c) a proposal for change in the by-laws, altering the drafting of sub-clause 'g' of Item I and include sub-clause 'n' in Item XI, of the head paragraph of Article 17, to transfer the activity of Ombudsman from the CEO to the Department of the Chief Officer for Institutional Relations and Communication, the clause now to read as follows:
 - “ Clause 17: Subject to the provisions of the previous clauses, the following are the functions and powers attributed to the members of the Executive Board:
 - I - To the Chief Executive Officer:
 - ...
 - g) to manage and direct the activities of internal auditing, the Corporate Executive Office, and strategic planning;
 - XI - To the Chief Officer for Institutional Relations and Communication:
 - ...
 - n) to carry out the functions of the Ombudsman.”.

VI The Board re-ratified Board Spending Decision (CRCA) 005/2013, to alter the PID Voluntary Retirement Program.**VII Comments:** The following commented on matters of interest to the Company:

- the Chair, the Board Member Saulo Alves Pereira Junior, and the Chief Officer Luiz Fernando Rolla.

MEETING OF THE BOARD OF DIRECTORS HELD ON APRIL 23, 2013

Summary of proceedings:

- I Conflict of interest:** The Chair asked the Board Members present whether any of them had conflict of interest in relation to the matters on the agenda of this meeting, and all stated there was no such conflict of interest.

II The Board approved:

- a) On an exceptional basis, the amount for Personnel, Materials, Services and Other expenses for January through May 2013, authorizing the other transactions of the Company necessary for its functioning, and canceling and replacing Board Spending Decision (CRCA) 014/2013.
- b) The minutes of this meeting.

III The Board approved and re-ratified re-presentation, on April 16, 2013, of the Report of Management and Financial Statements for 2012, and the related complementary documents, including the Report by the External Auditors, without qualification, to the Brazilian Securities Commission (CVM).

IV The Board authorized:

Signature of an undertaking with the Public Attorneys' Office of the State of Minas Gerais, replacing the Conduct Adjustment Undertaking signed in August 2002, following prior consent by Aneel, to establish obligations for the Company not to make new electricity connections:

- in land site division real estate developments,
- in consumer units arising from them, that are installed for urban, clandestine or irregular purposes in areas where landsite division for urban purposes is not permitted, or in regions where regularization is not legally viable;
- in areas which have restrictions on occupation identified by the competent agency;
- in areas of environmental interest and preservation;
- in buffer zones and inside conservation area units; or
- at addresses not authorized by the local Executive Power.

V The Board submitted the new version of the documents referred to in Item III above to the Ordinary (Annual) General Meeting of Stockholders.

VI Remarks: The following made comments on matters of interest to the Company:

- the Chair, Board Member Bruno Magalhães Menicucci and Chief Officer Luiz Fernando Rolla.

MEETING OF THE BOARD OF DIRECTORS HELD ON JUNE 5, 2013

Summary of proceedings:

I Conflict of interest: The Chair asked the Board Members present whether any of them had conflict of interest in relation to the matters on the agenda of this meeting, and all stated there was no such conflict of interest.

II The Board approved the minutes of this meeting.

III The Board authorized:

- a) Signature of the Second Amendment to the Working Agreement referred to in subclause 'a' of Item IV, below, between Cemig, Cemig D and Cemig GT, to alter the period of validity of the agreement.
- b) Signature of Collection Service Contracts, with companies and/or individual companies specialized in collection, for execution of the service of receipt of electricity bills / tax invoices, with validity for 12 months, able to be extended for equal periods, by amendments, up to a maximum limit of 60 months.

IV The Board re-ratified:

- a) Board Spending Decision (CRCA) 095/2008, modifying the period of the Technical and Scientific Cooperation and Mutual Support Working Agreement, up to the date on which the new Aneel Normative Resolution comes into effect, that will discipline the contracting between related parties.
- b) CRCA-012/2012, to extend, to December 30, 2013, the period for restitution to consumers of the amounts paid relating to charging for irregular consumption, considered by Aneel as not being in compliance with the procedures established in Aneel Resolution 456/2000, in the period from May 22, 2007 to February 8, 2010. The other terms of those CRCA's are unchanged.

V Comments: The following made comments on matters of interest to the Company:

- the Chair, and the General Manager Leonardo George de Magalhães.

MEETING OF THE BOARD OF DIRECTORS HELD ON JULY 11, 2013

Summary of proceedings:

I Conflict of interest: The Chair asked the Board Members present whether any of them had conflict of interest in relation to the matters on the agenda of this meeting, and all stated there was no such conflict of interest, except the following:

the Chair herself, Dorothea Fonseca Furquim Werneck; and the Board Members Adriano Magalhães Chaves, Marco Antonio Rodrigues da Cunha and Paulo Sérgio Machado Ribeiro, who stated themselves to have conflict of interest in relation to the revision of Phase IV of the *Campos de Luz* ("Fields of Light") Program; and

the Chair, and the Board Members Saulo Alves Pereira Júnior, Bruno Magalhães Menicucci, Newton Brandão Ferraz Ramos, August Tarcísio Carneiro, Adriano Magalhães Chaves, José Augusto Gomes Campos, Marco Antonio Rodrigues da Cunha and Paulo Sérgio Machado Ribeiro,

who stated themselves to have conflict of interest in relation to signature of an amendment to a Working Agreement with the State of Minas Gerais.

They 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 first revision of Phase IV of the *Campos de Luz* ("Fields of Light") Program; also authorizing opening/continuation of the respective tender proceedings and making of the purchases / contracting of the services.
- b) The minutes of this meeting.

III The Board adjusted the composition of the Committees of the Board of Directors.

IV The Board authorized:

- a) Signature of the 1st Amendment to Technical and Financial Cooperation Working Agreement N° 1, with the State of Minas Gerais, through the State Sports and Youth Department, with the State Government Secretariat as Consenting Party, to extend its period of validity until up to December 31, 2013;
- b) Signature, on an exceptional basis, of the Twelfth Amendment to a contract with Conservadora Campos e Serviços Gerais Ltda., for reception, front-desk, elevator operation and messenger services in the Company's premises, to extend the period to up to seventy one months and twenty and six days, and also to alter its total value, validating all the acts practiced since June 30, 2013;
- e) Signature of the Technical and Financial Working Agreement with the Minas Gerais State Research Support Foundation (*Fundação de Amparo à Pesquisa do Estado de Minas Gerais – Fapemig*), for implementation of an energy efficiency project, for one hundred and fifty three months, able to be extended by amendment, until the complete execution of its object.

V The Board complemented Board Spending Decision (CRCA) 035/2012, authorizing opening of Administrative Proceedings for Exemption from Tender, and contracting of Axxiom Soluções Tecnológicas S.A. – Axxiom, to supply and implementation the System of Supervision and Control, for thirty six months, conditional on prior consent of Aneel.

VI The Board ratified:

- a) Signature of the Fourth amendment to Working Agreement 063/2008, with the State of Minas Gerais, through the State Economic Development Department, and with the State Planning and Management Department as Consenting Party, to extend its validity to December 30, 2013 and to adjust the timetable of the State's financial disbursements;
- b) Signature of Environmental Offsetting Commitment Undertakings, referring to:
Western Network Distribution System N° 2101010503313,
Mantiquera Network Distribution System N° 2101010503413, and
the *Itajubá-Paraisópolis* and *Cambuí 2-Paraisópolis* Transmission Lines – N° 2101010504013,
for payment of the environmental offsetting, conditional upon prior approval by Aneel.
- b) Signature of the Environmental Offsetting Commitment Undertakings for:
the *Araçuaí-Itaobim* 138 kV Transmission Line, N° 2101010508212, and
the *Jaboticatubas-Pedro Leopoldo 3* 138kV Transmission Line N° 2101010501913,
conditional upon prior approval by Aneel, authorizing the payments of these offsetting amounts.

VII Withdrawn from the agenda – The following matters were withdrawn from the agenda:

Budgetary supplementation for 2013.

Signature of a term of quittance and final receipt relating to the contract with CemigTelecom, for services of purchase of capacity for transmission, issuance and reception of multimedia information;

Signature of Confidentiality Agreements to be established with private companies and/or federal, state or municipal public institutions, for evaluation of the feasibility of products, services and solutions related to smart grid architecture and automation of the electrical system.

VIII The Board re-ratified Board Spending Decision (CRCA) 037/2007, changing the period of validity to up to seventy two months, for reception, front desk, elevator operation and messenger services on the premises of Cemig GT and Cemig D, in Belo Horizonte, Contagem, Juatuba and Juiz de Fora (in Minas Gerais) and Brasilia (Federal District), and the estimated value – the other provisions of that CRCA being unchanged.

IX Abstention: Board Member Adriano Magalhães Chaves abstained from voting on the matter of Item VI.

X Comments: The following made comments on matters of interest to the Company :

- the Chair, Board Member Saulo Alves Pereira Júnior, Chief Officer Luiz Fernando Rolla, and the Chief Executive Officer of Axxiom, Ivan Ribeiro de Oliveira.

MEETING OF THE BOARD OF DIRECTORS HELD ON AUGUST 8, 2013

Summary of proceedings:

I Conflict of interest: The Chair asked the Board Members present whether any of them had conflict of interest in relation to the matters on the agenda of this meeting, and all stated there was no such conflict of interest, except the Board Members:

Arcângelo Eustáquio Torres Queiroz, Adriano Magalhães Chaves, Franklin Moreira Gonçalves and Lauro Sérgio Vasconcelos David,

who stated that they had conflict of interest in relation to the Specific Employment Agreement on profit sharing; and

Eduardo Borges de Andrade, Paulo Roberto Reckziegel Guedes, Bruno Magalhães Menicucci, José Augusto Gomes Campos and Tarcísio Augusto Carneiro,

who stated conflict of interest in relation to signature of a financial settlement agreement for final quittance of a contract and of an infrastructure sharing contract, with Telemar Norte Leste S.A.

They 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 investment curve of the Distribution Company Development Plan (*Plano de Desenvolvimento da Distribuidora* – PDD).
- b) The minutes of this meeting.

III The Board authorized:

- a) Renewal of the Specific Collective Agreement on Profit Sharing for 2013–14, with the benefits therein stated, within the annual financial limit to be oriented by the Human Resources Committee, for Cemig, Cemig D and Cemig GT, jointly;
- b) Taking of any legal actions related or inherent to the process of negotiation of the Agreement referred to in Subclause 'a' of this Item, and of elements arising from it, that are necessary to preserve the Company's interests.
- c) Signature of amendments to contracts for provision of in-person attendance service for municipalities with up to 10,000 consumer units, signed with various suppliers of the local commercial community of each city, to change the period of validity of the services for up to sixty months, and to change the total value;
- d) Signature, exceptionally out of time, of the Tenth Amendment to Contract N° 4570010479, with Equipe Empresa de Administração e Serviços Ltda., to change the period of validity to up to seventy two months, and to change the global amount, validating all acts practiced since May 1, 2013;
- e) Signature, with Telemar Norte Leste S.A., of
 - the Term of Final Quittance of Contract N° RL/GP-0286/2004, with consequent termination of regular obligations related to non-exclusive use of electricity poles owned by Cemig D, in the period of January 1, 2009 to December 31, 2012, for provision of telecommunications services; and
 - the Infrastructure Sharing Agreement, for sixty months, from January 1, 2013, corresponding to the assignment, by Cemig D, to Telemar, for consideration, of shared use of the infrastructure of Cemig D, also ratifying all regular acts related to the non-exclusive use of electricity poles owned by Cemig D practiced since January 1, 2013;
- b) Signature of Contracts for Supply of Electricity and Reserve of Demand, Purchase of Regulated Electricity, Use of the Distribution System, Connection to the Distribution System, and Use of the Transmission System, with the National Electricity System Operator (ONS), and Terms of Agreement for works and incorporation of assets with individual amounts of fifteen million eight hundred sixty four Reais and thirty one centavos or more; and respective Additions and Terms of Rescission; and signature of contracts of the same type when entered into between Cemig D and any of its stockholders or companies that are their controlling stockholders, whether directly controlled or under joint control, of any value;
- g) Opening/continuation of the related Administrative Tender Proceedings, and making of the purchases of material and/or equipment and contracting of the services, related to the PDD.

IV The Board canceled CRCA 076/2011.

V The Board canceled and substituted CRCAs 053/2011, 062/2012 and 004/2013.

VI The Board ratified:

- a) Signature of a financial settlement agreement relating to Distribution Infrastructure Sharing Agreement N° RL/GP-0286/2004, with Telemar Norte Leste S.A. – Telemar, for assignment, by Cemig D, to Telemar, of non-exclusive use of electricity pole infrastructure owned by Cemig D, in the period from January 2010 to December 2012, for formalization of financial settlement of this Agreement, and any other instruments derived from it.

- b) Release of budgetary resources, in the SAP R/3 System, for the Priority 1 MacroProjects relating to the PDD of the 3rd Aneel Regulatory Cycle (2013–2017), for the year 2013.

VII The Board re-ratified:

- a) CRCA 006/2011, extending the period of contracting of in-person attendance through *Cemig Fácil* Service Posts (PCFAs), for up to sixty months, and changing the estimated cost.
- b) CRCA 045/2006, to change the amounts for the total estimated cost and the period for up to seventy two months, for contracting of services of small-scale building conservation, cleaning, maintenance and repair, weeding, messengers, security guards, doorman services, and washing of vehicles on the premises of the Central Distribution Management Facility.
- c) CRCA 076/2012, relating to delegation, to the Executive Board, until December 31, 2013, of the ability to authorize signature of legal instruments deriving from the Chief Trading Officer's Department referred to in that CRCA, excluding the delegation of powers to enter into the contracts mentioned in Subclause "b" of the same CRCA, and altering the minimum value to fifteen million, eight hundred and sixty four thousand, thirty one Reais and one centavo).
- d) CRCA 061/2012, changing the table of investment values to be stated in the 3rd Aneel regulatory Cycle, but not of the 2013-2017 PDD of Cemig D. The other terms of those CRCAs remained unchanged.

VIII Withdrawn from the agenda: the items relating to

Contracting of group life insurance;

Signature of the First Amendment to Contract Nº 4680004225-530, with Publikimagem Projects and Marketing Ltda.

IX Remarks: The following made comments on matters of interest to the Company:

- the Chair, Board Member Arcângelo Eustáquio Torres Queiroz, Chief Officer Luiz Fernando Rolla.

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS HELD ON SEPTEMBER 11, 2013

Summary of proceedings:

I Conflict of interest: The Chair asked the Board Members present whether any of them had conflict of interest in relation to the matters on the agenda of this meeting, and all stated there was no such conflict of interest, with the exception of:

the Chair, Dorothea Fonseca Furquim Werneck; and the Board Members
Adriano Magalhães Chaves and Marco Antonio Rodrigues da Cunha,

who stated themselves to have conflict of interest in relation to signature of a contract for provision of public illumination services with the State of Minas Gerais, through the State Culture Department.

They 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 the minutes of this meeting.**III The Board authorize:**

Signature of the Service Agreement with the State of Minas Gerais, through the State Culture Department (SEC), for services of illumination of public monuments, small streets and façades that are the subject of preservation orders made by the National Historic and Artistic Heritage Institute (*Instituto do Patrimônio Histórico e Artístico Nacional*), in Tiradentes, Minas Gerais State, for twelve months, able to be extended by amendment, to be paid for by the SEC.

IV The Board re-ratified Board Spending Decision (CRCA) 051/2013, substituting the investment curve of the Distribution Company Development Plan – the other provisions of that CRCA being unchanged.**V Withdrawn from the agenda:**

The item relating to signature of a contract for security guard services for the Metropolitan Region of Belo Horizonte.

VI Comments: The following made comments on subjects of interest of the Company:

- Members of the Board, Chief Officer Luiz Fernando Rolla, and Manager João Jose Magalhães Soares.

MEETING OF THE BOARD OF DIRECTORS HELD ON SEPTEMBER 11, 2013

Summary of proceedings:

I Conflict of interest: The Chair asked the Board Members present whether any of them had conflict of interest in relation to the matters on the agenda of this meeting, and all stated there was no such conflict of interest, with the exception of:

the Chair – Dorothea Fonseca Furquim Werneck; and the Board Members
Adriano Magalhães Chaves and Marco Antonio Rodrigues da Cunha,

who stated themselves to have conflict of interest in relation to signature of a contract for provision of public illumination services with the State of Minas Gerais, through the State Culture Department.

They 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** the minutes of this meeting.
- III The Board authorized** signature of a Service Agreement with the State of Minas Gerais, through the State Culture Department (SEC), for services of illumination of public monuments, small streets and façades that are the subject of preservation orders made by the National Historic and Artistic Heritage Institute (*Instituto do Patrimônio Histórico e Artístico Nacional*), in Tiradentes, Minas Gerais State, for twelve months, able to be extended by amendment, to be paid for by the SEC.
- IV The Board re-ratified** Board Spending Decision (CRCA) 051/2013, substituting the investment curve of the Distribution Company Development Plan, the other terms of that Board Spending Decision being unchanged.
- V Withdrawn from the agenda:** The matter relating to signature of a contract for security guard services for the Metropolitan Region of Belo Horizonte.
- VI Comments:** The following made comments on matters of interest to the Company:
Board Members, Chief Officer Luiz Fernando Rolla and Manager João José Magalhães Soares.

MEETING OF THE BOARD OF DIRECTORS HELD ON OCTOBER 17, 2013

Summary of proceedings:

- I Conflict of interest:** The Chair asked the Board Members present whether any of them had conflict of interest in relation to the matters on the agenda of this meeting, and all stated there was no such conflict of interest.
- II The Board approved** the minutes of this meeting.
- III The Board Authorized:**
- Signature of the Term of Agreement, Receipt and Final Quittance for the Fixed Global Price and Term Partial Turnkey Contracts to supply Material and Equipment, Assembly/Dismantling, Engineering Services and Civil Works, for Lot 6 of the Transmission and Sub-transmission component of the *CresceMinas* Program, with Cemig GT and Orteng Equipamentos e Sistemas Ltda., for payment of the additional costs of the amounts relating to economic and financial balance, change in the scope and the global price, quittance by the parties, and ratification of the acts practiced from October 18, 2011 up to the date of signature of the Undertaking.
 - Signature of the first amendment rental contracts numbers Cemig-4570014588-500, CemigGT-4570014589-510 and CemigD-4570014591-530, with Forluz, to reflect the changes stated in sub-clause 'a' of Item IV, below.
- IV The Board re-ratified:**
- CRCA 012/2013, to change:
 - the area rented of the property at Av. Barbacena, 1219, Santo Agostinho, Belo Horizonte, MG;
 - the number of floors to be rented; inclusion of prorating of the shared areas;
 - the monthly value of the rental;
 - the planned date for completion of the works;
 - the other terms of that CRCA being unchanged.
 - Administrative proceeding for exemption from tender No. MS/CS 500-A06199, in the terms of subclause 'a' of this Item. The Chair made comments on a subject of interest to the Company.

MEETING OF THE BOARD OF DIRECTORS HELD ON OCTOBER 17, 2013

Summary of proceedings:

- I Conflict of interest:** The Chair asked the Board Members present whether any of them had conflict of interest in relation to the matters on the agenda of this meeting, and all stated there was no such conflict of interest.
- II The Board approved:**
- The budget for 2014;
 - The minutes of this meeting.
- III Comments:** The following made comments on matters of interest to the Company:
– the Chair, the Deputy Chair, Board Member Brno Magalhães Menicucci, Chief Officer Luiz Fernando Rolla, and Manager João José Magalhães Soares.

Performance of the Issuer

(From *Report of Management* – in the Standardized Financial Statements (DFP) filed with the CVM for year ended Dec. 31, 2013)

"Once again we complete a year certain of having done our duty.

We were aware of the challenges we would face in 2013, with the Tariff Review for our Company, execution of an ambitious investment program, and the constant quest to offer quality service to our consumers.

But even with all these challenges, we are able to report profit of R\$ 490 million in 2013, an increase of 156.54% compared to our profit of R\$ 191 million in 2012.

We continue to seek improvement in operational efficiency, with reduction of costs, greater efficiency in processes, and prudence in investments, in accordance with the logic of the regulatory structure.

The non-controllable costs of Cemig D continued to impact profit in terms of the higher costs of purchases of electricity resulting from the falls in hydroelectric reservoir water levels, requiring the thermal plants to be dispatched – their cost is much higher, and this was reflected in the Company's expenses. On the other hand we remind you that this additional cost is transferred to tariffs in the tariff adjustment.

We have an ambitious investment program for 2013 through 2017, totaling approximately R\$ 3.7 billion – in this period we expect to connect a further 1.2 million new consumers to electricity supply. In 2013 we already executed R\$ 884 million of this program, and connected more than 200,000 new consumers.

Improving service indices: *A continuing highlight, as ever, was our commitment to the general public to improve the quality and reliability of service to our consumers.*

The average duration of outages for Cemig D consumers, expressed as the SAIDI Index, was 12.49 hours in 2013, compared to 14.74 hours in 2012 – an improvement of 15.26%. Also, the frequency of consumer outages, measured as SAIFI, which was already below the minimum required by the Regulator, also improved: by 11.08%, from 7.04 in 2012 to 6.26 in 2013. These successes – growth, consistent financial results and our commitment to quality in serving our clients – are a materialization of our strategic vision, based on principles of sustainability and social responsibility.

The year of 2014 will also present our company, and the Brazilian electricity sector, with some major challenges. The low level of reservoirs of hydroelectric plants throughout Brazil at the end of 2013 and in early 2014 increased prices of electricity in the wholesale market to above R\$ 800/MWh, resulting in pressure on the cash positions of the distribution companies, forced to pay a high cost to acquire electricity. This situation made it unavoidable for the federal government and regulatory agencies to provide support, creating solutions to maintain the financial equilibrium of the sector's companies and enable transactions between distributors and generators to be settled.

In this scenario, Brazilian rainfall in the coming months will be a determining factor for the country's energy policy and prices of electricity in 2014 as a whole.

Another component of 2014 is the Soccer World Cup, an event with worldwide repercussions – in which the electricity sector has an important role to play in maintaining reliable supply during the games.

This report is not complete without stating our thanks to our employees, a group of professionals whose competence is recognized throughout Brazil. It is the commitment, competence and talent of all our workers that makes Cemig continue to be a provider of 'Brazil's best energy'. Also, our results would not have been possible without the support of all our stockholders, whom we thank for their support and the confidence shown during the year.

Cemig Distribuição (Cemig D) *is the largest distribution company in Latin America, with 486,045km of distribution networks (98.175km in urban areas and 387,870km of rural networks), and also 17,218km of high- and medium-voltage sub-transmission lines. It serves 7.8 million consumers.*

Cemig D has one of the highest indices of service to consumers benefited by the Brazilian Social Tariff. Of the total of residential consumers invoiced in 2013, 15.53% were classified as low-income, a total of approximately 967,000 consumers."

The full Report of Management can be accessed and printed from this link:

<http://www.simplificpavarini.com.br/CEMIGDRA2013.pdf>

Summary Financial Statements

Source: CVM – DFP* 31/12/13

*DFP = Annual Standardized Financial Statements filed with the CVM

	CEMIG D – DISTRIBUTION – R\$ '000	31/12/ 2013	%	31/12/ 2012	%	31/12/ 2011	%
	ASSETS						
1	Total assets	12,497,936	100.0%	11,779,640	100.0%	10,477,784	100.0%
1.01	Current assets	3,148,574	25.2%	2,803,308	23.8%	2,933,139	28.0%
1.01.01	Cash and cash equivalents	685,969	5.5%	190,233	1.6%	527,296	5.0%
1.01.02	Cash investments	79,642	0.6%	78,626	0.7%	5,000	0.0%
1.01.02.01	Cash investments valued at fair value	56,718	0.5%	40,492	0.3%	5,000	0.0%
1.01.02.01.01	Securities held for trading	56,718	0.5%	40,492	0.3%	5,000	0.0%
1.01.02.01.02	Securities available for sale	0	0.0%	0	0.0%	0	0.0%
1.01.02.02	Cash investments valued at amortized cost	22,924	0.2%	38,134	0.3%	0	0.0%
1.01.02.02.01	Securities held to maturity	22,924	0.2%	38,134	0.3%	0	0.0%
1.01.03	Accounts receivable	1,438,389	11.5%	1,657,236	14.1%	1,849,340	17.7%
1.01.03.01	Clients	1,438,389	11.5%	1,657,236	14.1%	1,849,340	17.7%
1.01.03.01.01	Consumers and traders	1,216,412	9.7%	1,357,518	11.5%	1,602,291	15.3%
1.01.03.01.02	Concession holders – Transport of electricity	221,977	1.8%	299,718	2.5%	247,049	2.4%
1.01.03.02	Other accounts payable	0	0.0%	0	0.0%	0	0.0%
1.01.04	Inventories	32,140	0.3%	35,988	0.3%	26,671	0.3%
1.01.05	Biological assets	0	0.0%	0	0.0%	0	0.0%
1.01.06	Taxes recoverable	443,727	3.6%	240,169	2.0%	200,557	1.9%
1.01.06.01	Current taxes recoverable	443,727	3.6%	240,169	2.0%	200,557	1.9%
1.01.06.01.01	Income tax and Social Contribution tax recoverable	156,443	1.3%	118,782	1.0%	81,597	0.8%
1.01.06.01.02	Recoverable Taxes	287,284	2.3%	121,387	1.0%	118,960	1.1%
1.01.07	Prepaid expenses	0	0.0%	0	0.0%	0	0.0%
1.01.08	Other current assets	468,707	3.8%	601,056	5.1%	324,275	3.1%
1.01.08.01	Non-current assets for sale	0	0.0%	0	0.0%	0	0.0%
1.01.08.02	Assets of discontinued operations	0	0.0%	0	0.0%	0	0.0%
1.01.08.03	Other	468,707	3.8%	601,056	5.1%	324,275	3.1%
1.01.08.03.01	Linked funds	1,772	0.0%	132,256	1.1%	3,279	0.0%
1.01.08.03.02	Contribution for Public Illumination	70,475	0.6%	68,898	0.6%	62,889	0.6%
1.01.08.03.03	TUSD discount subsidy	136,026	1.1%	0	0.0%	0	0.0%
1.01.08.03.04	Low-income subsidy	26,886	0.2%	46,879	0.4%	920	0.0%
1.01.08.03.05	Provision for gains on financial instruments	0	0.0%	20,445	0.2%	0	0.0%
1.01.08.03.06	Funds from Energy Development Account (CDE)	38,587	0.3%	0	0.0%	0	0.0%
1.01.08.03.20	Other	194,961	1.6%	332,578	2.8%	257,187	2.5%
1.02	Noncurrent assets	9,349,362	74.8%	8,976,332	76.2%	7,544,645	72.0%
1.02.01	Long term assets	7,428,464	59.4%	7,197,515	61.1%	4,840,958	46.2%
1.02.01.01	Cash investments valued at fair value	0	0.0%	0	0.0%	0	0.0%
1.02.01.01.01	Securities held for trading	0	0.0%	0	0.0%	0	0.0%
1.02.01.01.02	Securities available for sale	0	0.0%	0	0.0%	0	0.0%
1.02.01.01.03	Securities held to maturity	0	0.0%	0	0.0%	0	0.0%
1.02.01.02	Cash investments valued at amortized cost	8,008	0.1%	22,235	0.2%	0	0.0%
1.02.01.02.01	Securities held to maturity	8,008	0.1%	22,235	0.2%	0	0.0%
1.02.01.03	Accounts receivable	188,595	1.5%	230,755	2.0%	73,753	0.7%
1.02.01.03.01	Clients	188,595	1.5%	230,755	2.0%	73,753	0.7%
1.02.01.03.02	Other accounts receivable	0	0.0%	0	0.0%	0	0.0%
1.02.01.04	Inventories	0	0.0%	0	0.0%	0	0.0%
1.02.01.05	Biological assets	0	0.0%	0	0.0%	0	0.0%
1.02.01.06	Deferred taxes	897,686	7.2%	910,524	7.7%	499,092	4.8%
1.02.01.06.01	Deferred income tax and Social Contribution tax	897,686	7.2%	910,524	7.7%	499,092	4.8%
1.02.01.07	Prepaid expenses	0	0.0%	0	0.0%	0	0.0%
1.02.01.08	Owed by related parties	0	0.0%	0	0.0%	0	0.0%
1.02.01.08.01	Owed by subsidiaries	0	0.0%	0	0.0%	0	0.0%
1.02.01.08.02	Credits from subsidiaries	0	0.0%	0	0.0%	0	0.0%
1.02.01.08.03	Credits from Controlling Stockholders	0	0.0%	0	0.0%	0	0.0%
1.02.01.08.04	Credits from other related parties	0	0.0%	0	0.0%	0	0.0%
1.02.01.09	Other current assets – Non-current	6,334,175	50.7%	6,034,001	51.2%	4,268,113	40.7%
1.02.01.09.01	Non-current assets for sale	0	0.0%	0	0.0%	0	0.0%
1.02.01.09.02	Assets of discontinued operations	0	0.0%	0	0.0%	0	0.0%
1.02.01.09.03	Recoverable taxes	334,849	2.7%	348,959	3.0%	247,350	2.4%
1.02.01.09.04	Escrow deposits in litigation	853,961	6.8%	852,313	7.2%	832,466	7.9%
1.02.01.09.05	Financial assets of the distribution concession	5,063,802	40.5%	4,757,735	40.4%	3,118,126	29.8%
1.02.01.09.20	Other credits	81,563	0.7%	74,994	0.6%	70,171	0.7%
1.02.02	Investments	0	0.0%	0	0.0%	0	0.0%
1.02.02.01	Stockholdings	0	0.0%	0	0.0%	0	0.0%
1.02.02.01.01	Holdings in affiliated companies	0	0.0%	0	0.0%	0	0.0%
1.02.02.01.02	Holdings in subsidiaries	0	0.0%	0	0.0%	0	0.0%
1.02.02.01.03	Holdings in jointly-controlled subsidiaries	0	0.0%	0	0.0%	0	0.0%
1.02.02.01.04	Other stockholdings	0	0.0%	0	0.0%	0	0.0%
1.02.02.02	Real estate for investment	0	0.0%	0	0.0%	0	0.0%
1.02.03	Property, plant and equipment	0	0.0%	0	0.0%	0	0.0%
1.02.03.01	PP&E in operation	0	0.0%	0	0.0%	0	0.0%
1.02.03.02	PP&E leased	0	0.0%	0	0.0%	0	0.0%
1.02.03.03	PP&E under construction	0	0.0%	0	0.0%	0	0.0%

	CEMIG D – DISTRIBUTION – R\$ '000	31/12/2013	%	31/12/2012	%	31/12/2011	%
1.02.04	Intangible assets	1,920,898	15.4%	1,778,817	15.1%	2,703,687	25.8%
1.02.04.01	Intangible assets	1,920,898	15.4%	1,778,817	15.1%	2,703,687	25.8%
1.02.04.01.01	Concession Contracts	854,546	6.8%	1,109,041	9.4%	1,502,343	14.3%
1.02.04.01.02	Intangible assets in formation	1,066,352	8.5%	669,776	5.7%	1,201,344	11.5%
1.02.05	Deferred	0	0.0%	0	0.0%	0	0.0%
	LIABILITIES	31/12/2013	%	31/12/2012	%	31/12/2011	%
2	Total liabilities	12,497,936	100.0%	11,779,640	100.0%	10,477,784	100.0%
2.01	Current liabilities	3,300,005	26.4%	6,249,548	53.1%	2,604,761	24.9%
2.01.01	Payroll-associated and employment-law obligations	129,469	1.0%	160,708	1.4%	168,454	1.6%
2.01.01.01	Payroll-related obligations	0	0.0%	0	0.0%	0	0.0%
2.01.01.02	Employment-law obligations	129,469	1.0%	160,708	1.4%	168,454	1.6%
2.01.01.02.01	Payroll and related charges	129,469	1.0%	160,708	1.4%	168,454	1.6%
2.01.02	Suppliers	853,825	6.8%	1,116,600	9.5%	753,131	7.2%
2.01.02.01	Brazilian suppliers	853,825	6.8%	1,116,600	9.5%	753,131	7.2%
2.01.02.02	Non-Brazilian suppliers	0	0.0%	0	0.0%	0	0.0%
2.01.03	Taxes, etc., payable	331,217	2.7%	364,482	3.1%	340,956	3.3%
2.01.03.01	Federal taxes, etc. payable	69,096	0.6%	80,553	0.7%	76,239	0.7%
2.01.03.01.01	Income tax and Social Contribution tax payable	0	0.0%	0	0.0%	0	0.0%
2.01.03.01.02	Cofins tax	35,018	0.3%	45,327	0.4%	37,668	0.4%
2.01.03.01.03	Pasep tax	7,603	0.1%	9,840	0.1%	8,178	0.1%
2.01.03.01.04	Social security system	15,286	0.1%	15,150	0.1%	16,392	0.2%
2.01.03.01.05	Other	11,189	0.1%	10,236	0.1%	14,001	0.1%
2.01.03.02	State tax obligations	255,844	2.0%	276,725	2.3%	259,613	2.5%
2.01.03.02.01	ICMS tax	255,844	2.0%	276,725	2.3%	259,613	2.5%
2.01.03.03	Municipal tax obligations	6,277	0.1%	7,204	0.1%	5,104	0.0%
2.01.03.03.01	ISS tax on services	6,277	0.1%	7,204	0.1%	5,104	0.0%
2.01.04	Loans and financings	1,131,368	9.1%	3,885,657	33.0%	626,000	6.0%
2.01.04.01	Loans and financings	585,601	4.7%	2,954,010	25.1%	603,235	5.8%
2.01.04.01.01	In Brazilian currency	579,890	4.6%	2,921,125	24.8%	570,608	5.4%
2.01.04.01.02	In foreign currency	5,711	0.0%	32,885	0.3%	32,627	0.3%
2.01.04.02	Debentures	545,767	4.4%	931,647	7.9%	22,765	0.2%
2.01.04.03	Financing by financial leasing	0	0.0%	0	0.0%	0	0.0%
2.01.05	Other liabilities	854,126	6.8%	722,101	6.1%	716,220	6.8%
2.01.05.01	Liabilities owed to related parties	0	0.0%	0	0.0%	0	0.0%
2.01.05.01.01	Liabilities owed to affiliated companies	0	0.0%	0	0.0%	0	0.0%
2.01.05.01.02	Liabilities owed to subsidiaries	0	0.0%	0	0.0%	0	0.0%
2.01.05.01.03	Liabilities owed to controlling stockholders	0	0.0%	0	0.0%	0	0.0%
2.01.05.01.04	Liabilities owed to other related parties	0	0.0%	0	0.0%	0	0.0%
2.01.05.02	Other	854,126	6.8%	722,101	6.1%	716,220	6.8%
2.01.05.02.01	Dividends and Interest on Equity payable	245,127	2.0%	119,947	1.0%	109,215	1.0%
2.01.05.02.02	Minimum obligatory dividend payable	0	0.0%	0	0.0%	0	0.0%
2.01.05.02.03	Share-based payment obligations	0	0.0%	0	0.0%	0	0.0%
2.01.05.02.04	Regulatory charges	125,534	1.0%	238,048	2.0%	210,312	2.0%
2.01.05.02.05	Profit sharing	81,776	0.7%	56,809	0.5%	59,437	0.6%
2.01.05.02.06	Post-retirement liabilities	99,022	0.8%	37,114	0.3%	53,687	0.5%
2.01.05.02.07	Provision for losses on financial instruments	0	0.0%	0	0.0%	0	0.0%
2.01.05.02.08	Contribution for Public Illumination	127,576	1.0%	111,489	0.9%	114,586	1.1%
2.01.05.02.20	Others	175,091	1.4%	158,694	1.3%	168,983	1.6%
2.01.06	Provisions	0	0.0%	0	0.0%	0	0.0%
2.01.06.01	Tax, social-security, employment-law and civil liability provisions	0	0.0%	0	0.0%	0	0.0%
2.01.06.01.01	Tax provisions	0	0.0%	0	0.0%	0	0.0%
2.01.06.01.02	Social-security and Employment-law provisions	0	0.0%	0	0.0%	0	0.0%
2.01.06.01.03	Provisions for benefits to employees	0	0.0%	0	0.0%	0	0.0%
2.01.06.01.04	Civil liability provisions	0	0.0%	0	0.0%	0	0.0%
2.01.06.02	Other provisions	0	0.0%	0	0.0%	0	0.0%
2.01.06.02.01	Provision for guarantees	0	0.0%	0	0.0%	0	0.0%
2.01.06.02.02	Provision for restructuring	0	0.0%	0	0.0%	0	0.0%
2.01.06.02.03	Provisions for environmental and de-activation liabilities	0	0.0%	0	0.0%	0	0.0%
2.01.07	Liabilities on non-current assets for sale and discontinued assets	0	0.0%	0	0.0%	0	0.0%
2.01.07.01	Liabilities on non-current assets for sale	0	0.0%	0	0.0%	0	0.0%
2.01.07.02	Liabilities on assets of discontinued operations	0	0.0%	0	0.0%	0	0.0%
2.02	Noncurrent liabilities	6,705,073	53.6%	3,336,313	28.3%	5,255,055	50.2%
2.02.01	Loans and financings	4,116,551	32.9%	723,973	6.1%	2,885,222	27.5%
2.02.01.01	Loans and financings	1,335,223	10.7%	723,973	6.1%	2,032,642	19.4%
2.02.01.01.01	In Brazilian currency	1,302,205	10.4%	697,312	5.9%	1,975,427	18.9%
2.02.01.01.02	In foreign currency	33,018	0.3%	26,661	0.2%	57,215	0.5%
2.02.01.02	Debentures	2,781,328	22.3%	0	0.0%	852,580	8.1%
2.02.01.03	Financing by financial leasing	0	0.0%	0	0.0%	0	0.0%
2.02.02	Other liabilities	2,406,817	19.3%	2,507,354	21.3%	2,266,149	21.6%
2.02.02.01	Liabilities owed to related parties	0	0.0%	0	0.0%	0	0.0%
2.02.02.01.01	Liabilities owed to affiliated companies	0	0.0%	0	0.0%	0	0.0%
2.02.02.01.02	Liabilities owed to subsidiaries	0	0.0%	0	0.0%	0	0.0%
2.02.02.01.03	Liabilities owed to controlling stockholders	0	0.0%	0	0.0%	0	0.0%
2.02.02.01.04	Liabilities owed to other related parties	0	0.0%	0	0.0%	0	0.0%
2.02.02.02	Other	2,406,817	19.3%	2,507,354	21.3%	2,266,149	21.6%

2.02.02.02.01	Share-based payment obligations	0	0.0%	0	0.0%	0	0.0%
2.02.02.02.02	Advance against future capital increase	0	0.0%	0	0.0%	0	0.0%
2.02.02.02.03	Regulatory charges	109,944	0.9%	122,021	1.0%	187,753	1.8%
2.02.02.02.04	Taxes	598,215	4.8%	579,523	4.9%	661,326	6.3%
2.02.02.02.06	Post-retirement liabilities	1,669,146	13.4%	1,783,959	15.1%	1,397,431	13.3%
2.02.02.02.20	Others	29,512	0.2%	21,851	0.2%	19,639	0.2%
2.02.03	Deferred taxes	0	0.0%	0	0.0%	0	0.0%
2.02.03.01	Deferred income tax and Social Contribution tax	0	0.0%	0	0.0%	0	0.0%
2.02.03.01.01	Income tax	0	0.0%	0	0.0%	0	0.0%
2.02.03.01.02	Social Contribution tax	0	0.0%	0	0.0%	0	0.0%
2.02.04	Provisions	181,705	1.5%	104,986	0.9%	103,684	1.0%
2.02.04.01	Tax, social-security, employment-law and civil liability provisions	143,592	1.1%	85,605	0.7%	79,037	0.8%
2.02.04.01.01	Tax provisions	5,491	0.0%	2,378	0.0%	3,109	0.0%
2.02.04.01.02	Social-security and Employment-law provisions	99,201	0.8%	21,405	0.2%	18,469	0.2%
2.02.04.01.03	Provisions for benefits to employees	0	0.0%	0	0.0%	0	0.0%
2.02.04.01.04	Civil liability provisions	38,900	0.3%	61,822	0.5%	57,459	0.5%
2.02.04.02	Other provisions	38,113	0.3%	19,381	0.2%	24,647	0.2%
2.02.04.02.01	Provision for guarantees	0	0.0%	0	0.0%	0	0.0%
2.02.04.02.02	Provision for restructuring	0	0.0%	0	0.0%	0	0.0%
2.02.04.02.03	Provisions for environmental and de-activation liabilities	42	0.0%	274	0.0%	276	0.0%
2.02.04.02.04	Provisions for Aneel administrative proceedings	29,832	0.2%	12,505	0.1%	20,238	0.2%
2.02.04.02.05	Others	8,239	0.1%	6,602	0.1%	4,133	0.0%
2.02.05	Liabilities on non-current assets for sale and discontinued assets	0	0.0%	0	0.0%	0	0.0%
2.02.05.01	Liabilities on non-current assets for sale	0	0.0%	0	0.0%	0	0.0%
2.02.05.02	Liabilities on assets of discontinued operations	0	0.0%	0	0.0%	0	0.0%
2.02.06	Profits and revenues to be appropriated	0	0.0%	0	0.0%	0	0.0%
2.02.06.01	Profits to be appropriated	0	0.0%	0	0.0%	0	0.0%
2.02.06.02	Revenues to be appropriated	0	0.0%	0	0.0%	0	0.0%
2.02.06.03	Investment subsidies to be appropriated	0	0.0%	0	0.0%	0	0.0%
2.03	Stockholders' equity	2,492,858	19.9%	2,193,779	18.6%	2,617,968	25.0%
2.03.01	Paid-up share capital	2,261,998	18.1%	2,261,998	19.2%	2,261,998	21.6%
2.03.02	Capital reserves	0	0.0%	0	0.0%	0	0.0%
2.03.02.01	Goodwill on issuance of shares	0	0.0%	0	0.0%	0	0.0%
2.03.02.02	Special reserve for goodwill on absorption	0	0.0%	0	0.0%	0	0.0%
2.03.02.03	Disposal of warrants	0	0.0%	0	0.0%	0	0.0%
2.03.02.04	Options granted	0	0.0%	0	0.0%	0	0.0%
2.03.02.05	Held in Treasury	0	0.0%	0	0.0%	0	0.0%
2.03.02.06	Advance against future capital increase	0	0.0%	0	0.0%	0	0.0%
2.03.03	Revaluation reserves	0	0.0%	0	0.0%	0	0.0%
2.03.04	Profit reserves	427,805	3.4%	201,151	1.7%	394,465	3.8%
2.03.04.01	Legal reserve	184,981	1.5%	160,468	1.4%	150,899	1.4%
2.03.04.02	Reserve under the By-laws	0	0.0%	0	0.0%	0	0.0%
2.03.04.03	Reserve for Contingencies	0	0.0%	0	0.0%	0	0.0%
2.03.04.04	Future Earnings Reserve	0	0.0%	0	0.0%	0	0.0%
2.03.04.05	Retained Earnings Reserve	242,824	1.9%	40,683	0.3%	243,566	2.3%
2.03.04.06	Special reserve for dividends not yet distributed	0	0.0%	0	0.0%	0	0.0%
2.03.04.07	Tax Incentives Reserve	0	0.0%	0	0.0%	0	0.0%
2.03.04.08	Additional dividend proposed	0	0.0%	0	0.0%	0	0.0%
2.03.04.09	Held in Treasury	0	0.0%	0	0.0%	0	0.0%
2.03.05	Retained earnings (loss)	0	0.0%	0	0.0%	0	0.0%
2.03.06	Valuation adjustments to Stockholders' equity	-196,945	-1.6%	-269,370	-2.3%	-38,495	-0.4%
2.03.07	Accumulated conversion adjustments	0	0.0%	0	0.0%	0	0.0%
2.03.08	Other comprehensive income	0	0.0%	0	0.0%	0	0.0%

	PROFIT AND LOSS ACCOUNTS	2013	%	2012	%	2011	%
3.01	Net revenue from sales and/or services	9,205,932	100.0%	9,503,792	100.0%	0	0.0%
3.02	Cost of goods and /or services sold	-7,316,386	-79.5%	-7,985,881	-84.0%	0	0.0%
3.02.01	Electricity bought for resale	-4,089,448	-44.4%	-4,179,651	-44.0%	0	0.0%
3.02.02	Charges for the use of the national grid	-410,290	-4.5%	-794,333	-8.4%	0	0.0%
3.02.03	Personnel and managers	-694,365	-7.5%	-674,266	-7.1%	0	0.0%
3.02.04	Materials	-43,517	-0.5%	-42,044	-0.4%	0	0.0%
3.02.05	Outsourced services	-550,305	-6.0%	-580,759	-6.1%	0	0.0%
3.02.06	Amortization	-378,428	-4.1%	-362,104	-3.8%	0	0.0%
3.02.07	Operational provisions	-157,011	-1.7%	-43,005	-0.5%	0	0.0%
3.02.09	Distribution Infrastructure construction cost	-883,801	-9.6%	-1,228,483	-12.9%	0	0.0%
3.02.10	Others	-109,221	-1.2%	-81,236	-0.9%	0	0.0%
3.03	Gross profit	1,889,546	20.5%	1,517,911	16.0%	0	0.0%
3.04	Operational revenue (expenses)	-1,018,136	-11.1%	-1,021,234	-10.7%	0	0.0%
3.04.01	Selling expenses	-117,932	-1.3%	-225,063	-2.4%	0	0.0%
3.04.02	General and administrative expenses	-517,983	-5.6%	-374,680	-3.9%	0	0.0%
3.04.03	Losses on impairment of assets	0	0.0%	0	0.0%	0	0.0%
3.04.04	Other operational revenues	0	0.0%	0	0.0%	0	0.0%
3.04.05	Other operational expenses	-382,221	-4.2%	-421,491	-4.4%	0	0.0%
3.04.06	Gain (loss) in subsidiaries by equity method	0	0.0%	0	0.0%	0	0.0%
3.05	Profit (loss) before Financial revenue (expenses) and taxes	871,410	9.5%	496,677	5.2%	0	0.0%
3.06	Financial revenue (expenses)	-193,778	-2.1%	-284,872	-3.0%	0	0.0%
3.06.01	Financial revenues	453,099	4.9%	289,083	3.0%	0	0.0%
3.06.02	Financial expenses	-646,877	-7.0%	-573,955	-6.0%	0	0.0%

3.07	Profit (loss) before taxes on profit	677,632	7.4%	211,805	2.2%	0	0.0%
3.08	Income tax and Social Contribution tax	-187,378	-2.0%	-20,440	-0.2%	0	0.0%
3.08.01	Current	-198,315	-2.2%	-312,937	-3.3%	0	0.0%
3.08.02	Deferred	10,937	0.1%	292,497	3.1%	0	0.0%
3.09	Net profit (loss) from continued operations	490,254	5.3%	191,365	2.0%	0	0.0%
3.1	Net profit (loss) from discontinued operations	0	0.0%	0	0.0%	0	0.0%
3.10.01	Net profit (loss) from discontinued operations	0	0.0%	0	0.0%	0	0.0%
3.10.02	Net gains (losses) on assets of discontinued operations	0	0.0%	0	0.0%	0	0.0%
3.11	Profit (loss) for the period	490,254	5.3%	191,365	2.0%	0	0.0%
3.99	Profit per share (R\$ per share)	0	0.0%	0	0.0%	0	0.0%
3.99.01	Basic profit per share	0	0.0%	0	0.0%	0	0.0%
3.99.01.01	Common (ON) shares	0.2167	0.0%	0.0846	0.0%	0	0.0%
3.99.02	Diluted profit per share	0	0.0%	0	0.0%	0	0.0%
3.99.02.01	Common (ON) shares	0.2167	0.0%	0.0846	0.0%	0	0.0%
	CASH FLOW	2013	%	2012	%	2011	%
6.01	Net cash from operational activities	803,653		592,431		0	
6.01.01	Cash generated by operations	2,104,776		1,551,252		0	
6.01.01.01	Net profit for the year	490,254		191,365		0	
6.01.01.02	Amortization	416,096		392,634		0	
6.01.01.03	Interest and monetary updating	525,905		417,571		0	
6.01.01.04	Income tax and Social Contribution tax	187,378		20,440		0	
6.01.01.05	Provisions for operational losses	274,942		268,068		0	
6.01.01.06	Provision for losses on financial instruments	-1,006		-21,499		0	
6.01.01.07	Post-retirement liabilities	186,775		161,563		0	
6.01.01.08	Net write-offs of financial assets of the concession and intangible assets	24,432		120,211		0	
6.01.01.09	Provision for losses on financial assets of the concession	0		0		0	
6.01.01.20	Other	0		899		0	
6.01.02	Changes in assets and liabilities	-623,782		-389,588		0	
6.01.02.01	Consumers and Traders	63,183		-138,783		0	
6.01.02.02	Taxes recoverable	-151,787		-104,036		0	
6.01.02.03	Funding from Energy Development Account (CDE)	-38,587		0		0	
6.01.02.04	Escrow deposits in litigation	-1,648		-19,847		0	
6.01.02.05	Concession holders – Transport of electricity	79,893		-51,178		0	
6.01.02.06	Income tax and Social Contribution tax	-35,270		-37,185		0	
6.01.02.07	Net gains on financial instruments	21,451		0		0	
6.01.02.08	Suppliers	-262,775		363,469		0	
6.01.02.09	Taxes including Social Contribution	-14,573		-18,918		0	
6.01.02.10	Payroll and related charges	-31,239		-7,746		0	
6.01.02.11	Regulatory charges	-124,591		-37,996		0	
6.01.02.12	Loans and financings	0		0		0	
6.01.02.13	Post-retirement liabilities	-129,946		-141,418		0	
6.01.02.14	Provision for losses on financial instruments	0		-4,265		0	
6.01.02.20	Other	2,107		-191,685		0	
6.01.03	Other	-677,341		-569,233		0	
6.01.03.01	Interest paid	-463,100		-216,937		0	
6.01.03.02	Income tax and Social Contribution tax paid	-214,241		-352,296		0	
6.02	Net cash from (used in) investment activities	-740,106		-1,453,321		0	
6.02.01	Investments	0		0		0	
6.02.02	Intangible assets	-883,801		-1,228,483		0	
6.02.03	Indemnifiable assets – Concession	0		0		0	
6.02.04	Securities – Cash investments	13,211		-95,861		0	
6.02.05	Linked funds	130,484		-128,977		0	
6.03	Net cash from (used in) financing activities	432,189		523,827		0	
6.03.01	Financings obtained	2,394,213		1,469,811		0	
6.03.02	Payments of loans and financings	-1,823,604		-572,037		0	
6.03.03	Interest on Equity, and dividends	-138,420		-373,947		0	
6.04	FX variation on cash and cash equivalents	0		0		0	
6.05	Increase (reduction) in cash and cash equivalents	495,736		-337,063		0	
	FINANCIAL AND ECONOMIC INDICATORS	31/12/2013		31/12/2012		31/12/2011	
	General liquidity *	105.7%		104.3%		98.9%	
	Current liquidity *	95.4%		44.9%		112.6%	
	Liabilities / Stockholders' equity *	401.3%		437.0%		300.2%	
	Financial debt ratio *	210.5%		210.1%		134.1%	
	Gross margin (%) *	20.5%		16.0%		0.0%	
	Net margin	5.3%		2.0%		0.0%	
	Return on equity	24.5%		9.6%		0.0%	

(*)

General Liquidity = (Current assets + Noncurrent assets) / (Current liabilities + Noncurrent liabilities)
Current Liquidity = (Current assets) / (Current liabilities)
Liabilities / Stockholders' equity = (Current liabilities + Noncurrent liabilities) / (Stockholders' equity)
Financial debt ratio = (ST + LT Loans and financings) / Stockholders' equity
Gross Margin = (Gross profit) / (Revenue from sales of goods and services + Equity gain on subsidiaries)
Net margin = (Net profit) / (Revenue from sales of goods and services)
Return on equity = (Net profit) / (Stockholders' equity at year-end - Net profit in the year)

Opinion of the external auditors – Unqualified

Source: Standardized Financial Statements filed with the CVM for year ended Dec. 31, 2013)

"REPORT OF THE EXTERNAL AUDITORS ON THE FINANCIAL STATEMENTS

To

To the Stockholders, Board members and Managers of
Cemig Distribuição S.A.
Belo Horizonte, Minas Gerais

We have examined the financial statements of Cemig Distribuição S.A. ("the Company"), which comprise the Statement of Financial Position (balance sheet) at December 31, 2013 and the related Profit and Loss Account, Statement of Comprehensive Income, Statement of Changes in Stockholders' Equity and Statements of Cash Flows for the business year ended on that date, and the summary of the principal accounting practices and other explanatory notes.

Management's responsibility for the financial statements

The Company's Management is responsible for the preparation and adequate presentation of the financial statements in accordance with accounting practices adopted in Brazil and in accordance with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), and also for the internal controls that it has decided are necessary to make possible the preparation of those financial statements free of material distortion, whether caused by fraud or error.

Responsibility of the external auditors

Our responsibility is to express an opinion on those financial statements based on our audit, conducted in accordance with Brazilian and international auditing rules. These rules require compliance by the auditors with ethical requirements, and that the audit should be planned and executed with the objective of obtaining a reasonable degree of certainty that the financial statements are free of material distortion.

An audit involves execution of selected procedures to obtain evidence on amounts and disclosures presented in the financial statements. The procedures selected depend on the auditor's judgment, including evaluation of the risks of material distortion in the financial statements, whether caused by fraud or error. In this evaluation of risks, the auditor considers the internal controls that are material for the preparation and appropriate presentation of the Company's financial statements, for the purpose of planning the auditing procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the efficacy of those internal controls of the Company. An audit also includes evaluation of the appropriateness of the accounting practices used and of the reasonableness of the accounting estimates made by the management, and also evaluation of the presentation of the financial statements taken as a whole.

We believe that the auditing evidence obtained is sufficient and appropriate as grounds for our opinion.

Opinion on the financial statements

In our opinion, the consolidated financial statements referred to above adequately present, in all material aspects, the consolidated equity and financial position of Companhia Energética de Minas Gerais – CEMIG on December 31, 2013, the consolidated performance of its operations, and its consolidated cash flows, for the business year ended on that date, in accordance with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and with the accounting practices adopted in Brazil.

Emphases of matter

Re-presentation of the corresponding amounts for the business year ending December 31, 2012

As described in Explanatory Note 2.5 to the financial statements, due to the change in accounting policy, the corresponding amounts relating to the Statement of financial position for the business year ended December 31, 2012 and the corresponding financial information in relation to the Profit and loss accounts; the Statements of comprehensive income; the Statements of changes in stockholders' equity; Statements of cash flows; and Statements of added value (supplementary information) for the business year ended December 31, 2012, which are presented for the purposes of comparison, were adjusted and are being re-presented as specified in Accounting Pronouncements CPC 23 – Accounting Policies, Changes in Estimates and Rectification of Errors (Políticas Contábeis, Mudança de Estimativa e Retificação de Erro) and CPC 26(R1) – Presentation of Financial Statements (Apresentação das Demonstrações Contábeis). Our opinion regarding this matter is unqualified.

Passthrough of funds from the Energy Development Account (CDE)

Notwithstanding our opinion on the financial statements of the Company for the business year ended December 31, 2013, we call attention to the subject described in Explanatory Note 12 to the Financial Statements, relating to the record made by the Company, in the form of reduction of the cost of electricity bought for resale, of funds passed through from the Energy Development Account (CDE).

Other matters

Added value statement

We have also examined the individual and consolidated Added Value Statements (DVAs), for the business year ended December 31, 2013, prepared under the responsibility of the Company's Management, the presentation of which is required by the Brazilian Corporate Law legislation for listed companies, and which is supplementary information under IFRS, which do not require presentation of the DVA. These statements have been submitted to the same auditing procedures described above and, in our opinion, are adequately presented, in all material aspects, in relation to the financial statements taken as a whole.

Audit of the accounting information of the Statement of financial position (balance sheet) at January 1, 2012

The examination of the individual Statement of financial position at January 1, 2012, which is now re-presented as a result of the matters described in Explanatory Note 2.5, as specified in CPC 23 – Accounting Policies, Changes in Estimates and Rectification of Errors (Políticas Contábeis, Mudança de Estimativa e Retificação de Erro) and CPC 26(R1) – Presentation of Financial Statements (Apresentação das Demonstrações Contábeis), was conducted under the responsibility of other independent auditors, who issued an unqualified report, dated August 14, 2013.

Belo Horizonte, March 13, 2014.

*DELOITTE TOUCHE TOHMATSU
Auditores Independentes
CRC-2SP 011.609/O-8 F/MG*

*José Ricardo Faria Gomez
Accountant
CRC-SP 218.398/O-1 S/MG "*

Explanatory Notes

(Source: Uniform Financial Statements (DFP) filed with the CVM for year ended Dec. 31, 2013)

1. OPERATIONAL CONTEXT

Cemig D **Cemig Distribuição S.A.** (“the Company”, or “**Cemig D**”) is a Brazilian corporation registered with the Brazilian Securities Commission (CVM) for listing, and registered in the Brazilian Registry of Corporate Taxpayers under No. 06.981.180/0001-16. It is a wholly-owned subsidiary of **Companhia Energética de Minas Gerais – Cemig** (“**Cemig**”). It was created on September 8, 2004, as a result of the segregation (“unbundling”) of Cemig’s activities, and started operations on January 1^o, 2005. Its shares are not traded on any exchange. It is domiciled in Brazil, with head office at Avenida Barbacena 1200, Belo Horizonte, Minas Gerais. The objects of Cemig D are: to study, plan, project, build and commercially operate systems of distribution and sale of electricity and related services for which concessions are granted to it, under any form of law. Cemig D has a concession area of 567,478km², approximately 97.00% of Minas Gerais state, serving 7,781,467 consumers as of December 31, 2013. (Information not reviewed by our external auditors).

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31. SUBSEQUENT EVENTS

Payments to debenture holders

On February 14, 2014 the Executive Board of Cemig D approved payment of interest to the holders of debentures in circulation of the 3rd Issue, in 1st, 2nd and 3rd Series, in the total amount of R\$ 128,798,000. The payment was made on February 17, 2014.

Decree 8203/14 – Receipt of funding from Energy Development Account (CDE)

On March 7, 2014 the federal government issued Decree 8203/14, which alters Decree 7891/13, to include neutralization of the involuntary exposure of the distribution concession holders to the spot market, extending the principle of passthrough of funds from the Energy Development Account (*Conta de Desenvolvimento Energético*, or CDE) into the coverage period of January 2014. The amount of the funding from the CDE to be reimbursed to the subsidiary Cemig D, according to Aneel Dispatch N^o 515/14, relating to the electricity purchased in January 2014, is R\$ 91.338 million.

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The full Explanatory Notes may be accessed and printed from this link:

<http://www.simplificpavarini.com.br/CEMIGDNOTE2013.pdf>

About the information

The company has kept its registry for listing with the CVM up to date, and also kept its information provided to the Fiduciary Agent up-to-date, during the period to which this report refers.

Statement

Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. warrants that: (i) it is fully qualified and has the full capability to continue exercising the function of Fiduciary Agent of this issue as regards this report; (ii) is not aware of any omission or inaccuracy contained in the information disclosed by the company, nor of any default or arrears in the obligatory presentation of information by the company, within the parameters established in the issue documentation; and (iii) no assets have been delivered to it for its management.

The information in this report is based exclusively on the documentation received by the Fiduciary Agent in the terms of the Issue Deed, including documentation supplied by the Issue, and the Fiduciary Agent has not carried out any diligence or verification as to the authenticity of the information presented. The Fiduciary Agent has not carried out any independent investigation to verify the authenticity or completeness of the information received by it in the terms of the issue deed.

The information contained in this report is not a recommendation for investment, an analysis of credit or of the economic or financial situation of the Issuer, nor is it an explicit or implicit guarantee of prompt payments of the obligations relating to the securities issued.

Rio de Janeiro, April 30, 2014

Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda.
Fiduciary Agent