TRACTEBEL ENERGIA S.A.

A Publicly Listed Company

CNPJ 02.474.103/0001-19

NIRE 4230002438-4

ANNOUNCEMENT TO THE MARKET

TRACTEBEL ENERGIA S.A. ("**Tractebel**"), a publicly listed company, with registered offices in the city of Florianópolis, state of Santa Catarina at Rua Antônio Dib Mussi, 366, Centro, CEP 88015-110, enrolled in the taxpayers register (CNPJ/MF) under number 02.474.103/0001-19 wishes to notify its shareholders and the market in general, pursuant to the Announcement to the Market published on March 26 2009, with respect to the acquisitions of **Hidropower Energia S.A.** ("**Hidropower**"), enrolled in the taxpayers register (CNPJ/MF) under number 05.261.707/0001-75, **Tupan Energia Elétrica S.A.** ("**Tupan**"), enrolled in the taxpayers register (CNPJ/MF) under number 02.800.821/0001-38 ("1st Operation"), and to the acquisitions of **Eólica Beberibe S.A.** ("**Beberibe**"), enrolled in the taxpayers register (CNPJ/MF) under number 05.032.564/0001-20, **Eólica Pedra do Sal S.A.** ("**Pedra do Sal**"), enrolled in the taxpayers register (CNPJ/MF) under number 08.448.356/0001-02, **Hidrelétrica Areia Branca S.A.** ("**Areia Branca**"), enrolled in the taxpayers register (CNPJ/MF) under number 06.793.964/0001-10 and **Econergy Brasil Serviços Corporativos Ltda** ("**EcoServiços**"), enrolled in the taxpayers register (CNPJ/MF) under number 08.453.014/0001-72 ("2nd Operation"), effected by the Company's wholly-owned subsidiary, Tractebel Energia Complementares Participações Ltda. (formerly denominated Gama Participações Ltda.), that the shareholders entitled to withdrawal rights and wishing to exercise them, must expressly state their intention within a term of 30 (thirty) days as from the publication date of the minutes of the Extraordinary General Meeting that approved these operations.

Whereas the said minutes were published on May 19 2009 (starting date of the withdrawal rights), the Company hereby notifies that the termination date for the dissenting shareholders to exercise withdrawal rights is **June 17 2009**.

The conditions established for soliciting and payment of the reimbursement of the shares are described bellow:

In the case of the 1st Operation, right of withdrawal may only be exercised by those shareholders that on July 9 2008, the date on which the Material Fact with respect to the 1st Operation was announced, were proven owners of shares issued by Tractebel Energia.

Further, in the case of the 2nd Operation, withdrawal rights may only be exercised by those shareholders that on December 22 2008, the date on which the Material Fact with respect to the 2nd Operation was announced, were proven owners of shares issued by Tractebel Energia.

With respect to the Operations, these shareholders must also prove title to the respective shares on the date of exercising right of withdrawal.

Shareholders that enjoy withdrawal rights and wish to exercise them, shall expressly state their intention. This statement must be formalized by letter with its signature duly certified, addressed to Banco Itaú S.A – Gerencia de Relacionamento com Empresas – Av. Engenheiro Armando de Arruda Pereira, 707 – 9° andar – CEP 04344-902 – São Paulo – SP - Attention Ms. Rosana Pereira de Souza and/or Ms. Gercina Silva Bueno. The following documents should be enclosed with the letter:

(a) proof of ownership of the shares on the aforementioned dates;

(b) in the case of a natural person, certified copies of the private taxpayers' register number card (CPF), identity card (RG) and proof of residence; and

(c) in the case of a corporate entity, certified copies of the bylaws/articles of association of the corporate taxpayers' register number card (CNPJ) and also the private taxpayers' register number card (CPF) and ID card of the respective legal representatives.

Shareholders that may decide to exercise right of withdrawal shall be reimbursed for the value of their shares, calculated at the book value of Tractebel Energia's shares as of December 31 2008, which is R$ 4.86 per share.

Payment of reimbursement to shareholders that exercise their withdrawal rights shall be made within 10 (ten) days as from the final date for exercising withdrawal rights.

Florianópolis, May 19 2009.

Manoel Arlindo Zaroni Torres
Chief Executive Officer and
Finance and IR Director in office