# 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.**, a publicly listed company with registered offices in the city of Florianópolis in the state of Santa Catarina at Rua Paschoal Apóstolo Pítsica, 5064, enrolled in the corporate tax register (CNPJ) under number 02.474.103/0001-19 ("Tractebel"), and pursuant to the provisions of CVM Instruction 358/2002, wishes to notify its shareholders and the market at large that through an announcement to the press ("Announcement"), published on March 29, 2012 by its indirect controlling company, GDF SUEZ S.A. ("GDF SUEZ"), it become cognizant of a possible offer to acquire the shares ("Indicative Proposal) of International Power plc ("International Power") still not owned by GDF SUEZ at a value of 390 (three hundred and ninety) pence sterling per share.

In the Announcement, GDF SUEZ affirms that it believes strongly that the Indicative Proposal offers attractive terms to International Power's shareholders. A full merger of International Power and GDF SUEZ would provide significant benefits to both businesses and enable International Power to achieve a growth strategy more quickly and with greater certainty than under the existing structure, by:

• increasing its presence in emerging markets to accelerate future growth; and

• facilitating access to capital for the development of capital intensive projects in these rapidly growing markets.

In addition, such a merger would simplify the GDF SUEZ group's structure and improve still further the integration between the businesses.

The Indicative Proposal has received the support of the two largest shareholders of GDF SUEZ.

However, GDF SUEZ wishes to make it clear that the Announcement does not signify a firm intention to make an offering and there can also be no certainty that an offering will be made.

Greater details on the Indicative Proposal are available in the website of GDF SUEZ: www.gdfsuez.com.

Florianópolis, March 30, 2012.

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| Eduardo Antonio Gori Sattamini | Manoel Arlindo Zaroni Torres |
| Finance and Investor Relations Director | Chief Executive Officer |