CNPJ/MF 02.474.103/0001-19 – NIRE 4230002438-4
A Publicly Listed Company - CVM Registration Number 1732-9

MINUTES OF THE EIGHTY-NINTH MEETING OF THE BOARD OF DIRECTORS OF TRACTEBEL ENERGIA S.A.

On May 13, 2008, at 02:30 p.m., at Av. Almirante Barroso, 52, 14th floor, room 1401, in the city and State of Rio de Janeiro, duly convened, the Directors of Tractebel Energia S.A. ("Company"): Maurício Stolle Bähr, Manoel Arlindo Zaroni Torres, Victor-Frank de Paula Rosa Paranhos, Luiz Antonio Barbosa, José Pais Rangel and Luiz Leonardo Cantidiano Varnieri Ribeiro met, together with alternates Luiz Eduardo Simões Viana and Gil de Methodio Maranhão Neto. Since the effective board members Jan Franciscus Maria Flachet and Dirk Beeuwsaert were unable to attend, director Maurício Stolle Bähr, Chairman of the Board, chaired the meeting and appointed me, Osmar Osmarino Bento, to be the secretary, the proposal being duly seconded by the other directors. Welcoming those present, the President submitted the matter on the **Agenda of the Day** stated in call notice **CA-003/2008**, dated May 6, 2008, to wit: **Item 1 –** To approve the Financial Statements for the 1st quarter 2008; **Item 2 –** To approve the cosignature of Tractebel Energia Comercializadora Ltda in electric power purchase agreement; and **Item 3** – General Matters. **RESOLUTIONS: Item 1 - unanimously approved** the 1st Quarter 2008 Financial Statements pursuant to DD-353-0001, of May 12, 2008, filed at the Company's registered offices; the understanding of the Directors being that such documents adequately represent the numbers and results of the Company for the period; and **Item 2 –** The cosignature to Tractebel Energia Comercializadora Ltda in electric power purchase agreement was adopted, as per DD-349-0005, dated March 31, 2008, filed at the Company's registered offices. The Company Management Board is authorized to take all actions required to enforce this resolution, and the actions already taken for that are consequently endorsed. **CLOSING:** The floor being given to the Directors present and no point of order being raised, the meeting was adjourned and the President asked me to prepare these minutes, that were read and confirmed by all Directors present, including the President and myself. Rio de Janeiro/RJ, May 13, 2008.

Maurício Stolle Bähr
Chairman

Manoel Arlindo Zaroni Torres
Director

Victor-Frank de Paula Rosa Paranhos
Director

Luiz Antônio Barbosa
Director

José Pais Rangel
Director

Luiz Leonardo Cantidiano V. Ribeiro
Director

Luiz Eduardo Simões Viana
Director Suplente

Gil de Methodio Maranhão Neto
Director Suplente

Osmar Osmarino Bento
Secretário