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A Publicly Listed Company - CVM Registration 1732-9

MINUTES OF THE ONE HUNDRED AND FIFTIETH MEETING OF THE BOARD OF DIRECTORS OF TRACTEBEL ENERGIA S.A.

On April 27, 2016, beginning at 2:00 p.m. at Av. Almirante Barroso, 52, 14th floor, room 1401 in the city and state of Rio de Janeiro. following its regular convening, a meeting of the Board of Directors of Tractebel Energia S.A. was held, the following Effective Members being present: Maurício Stolle Bähr, José Pais Rangel, Luiz Leonardo Cantidiano Varnieri Ribeiro, Roberto Henrique Tejada Vencato and, in the light of the justified absence of the directors Dirk Achiel Marc Beeuwsaert, Willem Frans Alfons Van Twembeke, Pierre Jean Bernard Guiollot, Shankar Krishnamoorthy and Manoel Arlindo Zaroni Torres, their respective alternates Gil de Methodio Maranhão Neto, José Carlos Cauduro Minuzzo, Marcelo Fernandes Soares, Gustavo Henrique Labanca Novo and José Luiz Jansson Laydner. The meeting was presided by the Director, Maurício Stolle Bähr, who proposed that I, Osmar Osmarino Bento should act as the meeting's secretary, the proposal being duly seconded by the other Directors. Welcoming those present, the Chair called the meeting to order, placing the matters on the Agenda of the Day in discussion as itemized in the Convening Notice CA-0002/2016 of April 25, 2016 as follows: 1. Matters for Resolution: - Item 1.1 - To approve the participation of the Company's subsidiary companies in the A-5 New Energy Auction/2016 (Auction 01/2016-ANEEL); Item 1.2 - To approve the Sustainability Report of the Company and its subsidiaries; RESOLUTIONS: After discussion of the aforementioned matters, the Chair submitted the items on the Agenda of the Day to a vote, the Directors resolving as follows: Item 1.1 Pursuant to the terms of DD-614-0008 of April 19, 2016, and the presentation made to the Directors, documents with respect to which are filed with the Company, unanimous unqualified approval was given to the participation of the Company in the A-5 New Energy Auction/2016 (Auction 01/2016-ANEEL), through its indirect subsidiaries, members of the Campo Largo Wind Complex. The Executive Board of the Company, the Companies of the Campo Largo Complex and its controlling company/companies were authorized to adopt all present and future measures that may become necessary in the light of this resolution, especially: (i) the engagement of the necessary financial guarantees for participation in the auction; (ii) in case of success in the auction, the investment in the winning projects; (iii) the contracting of a currency hedge operation for the currency portion of the wind turbine supply contract and its respective renewals during the installation period of the project(s); and (iv) to adopt all the necessary preliminary actions for raising the Carbon Credits considered in the financial modeling of the Project(s). All acts already practiced within the scope of this resolution were ratified; and Item 1.2 – Approve unanimously and without qualification, the Sustainability Report of the Company and its subsidiaries with respect to the year 2015, in accordance with the document made available to the Directors and filed with the Company. **Conclusion:** The floor being given to the Directors present and in addition to the discussions conducted with respect to the matters on the agenda, and no other issues being raised, the time and themes discussed at this meeting being monitored by me, the Secretary, pursuant to the Monitoring of Time and Themes Report, this document being initialed by the members of the chair and placed on

record at the registered offices of the Company, the President proceeded to declare the work of the meeting concluded, requesting that I, as Secretary, draft these minutes. The said minutes, having been subsequently read and found correct, were duly signed by the members of the Board of Directors present, including the Chair, and by myself as Secretary. Rio de Janeiro/RJ, April 27, 2016.

Maurício Stolle Bähr
Chair

Osmar Osmarino Bento
Secretary

Luiz Leonardo Cantidiano Varnieri Ribeiro
Director

José Pais Rangel
Director

Roberto Henrique Tejada Vencato
Director

José Carlos Cauduro Minuzzo
Alternate Director

Gil de Methodio Maranhão Neto
Alternate Director

Marcelo Fernandes Soares
Alternate Director

Gustavo Henrique Labanca Novo
Alternate Director

José Luiz Jansson Laydner
Alternate Director