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A Publicly Held Company - CVM Registration 1732-9

MEETING OF THE ONE HUNDRED AND SEVENTIETH MEETING OF THE BOARD OF DIRECTORS OF ENGIE BRASIL ENERGIA S.A.

On January 25, 2018, at 2:00 p.m. at Av. Presidente Wilson 231, 22nd floor, Centro, in the city and state of Rio de Janeiro, following its regular convening, a meeting of the Board of Directors of ENGIE Brasil Energia S.A. was held, the following Effective Members being present: Maurício Stolle Bähr, Manoel Arlindo Zaroni Torres, José Pais Rangel, Antonio Alberto Gouvêa Vieira and in the light of the justified absences of the directors Paulo Jorge Tavares Almirante, Dirk Achiel Marc Beeuwsaert and Roberto Henrique Tejada Vencato, their respective alternates, Gustavo Henrique Labanca Novo, Gil de Methodio Maranhão Neto and Luiz Antônio Barbosa. 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 present. Welcoming those present, the Chair called the meeting to order placing the matters on the Agenda of the Day in discussion in accordance with convening notice CA-0001/2018 of January 19, 2018 as follows: 1 – Matters for Decision: Item1.1 – To approve the contracting of finance from the BNDES for the installation of the Campo Largo Wind Complex – Phase I and concession of the pertinent guarantees. RESOLUTIONS: Following discussion of the matters, the Chair put the item on the Agenda of the Day to the vote, the Directors deciding as follows: 1. Matters for Resolution – Item 1 – Pursuant to the presentation delivered, document for which is filed at the Company, and following clarifications requested, the Directors decided unanimously to approve: (i) the contracting of financing in the total amount of R$ 1,039,100,000.00 (one billion, thirty-nine million and one hundred thousand reais) from Banco Nacional de Desenvolvimento Econômico e Social – BNDES, for its indirectly controlled companies CLWP Eólica Parque I S.A., CLWP Eólica Parque II S.A., CLWP Eólica Parque III S.A., CLWP Eólica Parque IV S.A., CLWP Eólica Parque V S.A., CLWP Eólica Parque VI S.A., CLWP Eólica Parque VII S.A., CLWP Eólica Parque XV S.A., CLWP Eólica Parque XVI S.A., CLWP Eólica Parque XVIII S.A. and CLWP Eólica Parque XXI S.A. (together denominated "Wind Generator Plants"), with the intervention of the Company and its controlled companies CLWP Brasil Participações S.A. ("CLWP Brasil") and ENGIE Brasil Energias Complementares Participações Ltda. ("EBEP"), in all its terms and conditions, for the installation of wind generator plants pertaining to the Campo Largo Wind Complex – Phase I; and (ii) the concession of the pertinent guarantees, all in conformity with BNDES Board Decision number 760/2017, at a meeting held on December 27, 2017, being authorized: (a) ENGIE Brasil Energia S.A., in its condition as intervening guarantor, to render a Corporate Surety until the conclusion of the project; (b) EBEP, in its condition as intervening guarantor, to render a Corporate Surety until the conclusion of the project; (c) CLWP Brasil, in its condition as intervening guarantor, to render a Corporate Surety; (d) EBE to assign fiduciarily credit rights arising from the generation of power by the Cana Brava HPP, as discriminated in the contractual draft attached to the Decision of the Board of the BNDES number 760/2017; (e) CLWP Brasil to pledge total shares in its ownership issued by the Wind Generator Plants in favor of the BNDES, as guarantee for compliance with obligations arising from the financing

agreement; and (f) EBEP to pledge total shares in its ownership issued by the CLWP Brasil in favor of the BNDES, as guarantee for compliance with obligations arising from the financing agreement. In the light of this decision, the Executive Boards of the Company, EBEP, CLWP Brasil and the Wind Generator Plants are authorized to negotiate, discuss and sign in the name of the respective corporations, all and any agreements and other documents necessary for the formalization of the operation. **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, January 25, 2018.

Maurício Stolle Bähr
Chairman of the Board and Chair

Osmar Osmarino Bento
Secretary

Manoel Arlindo Zaroni Torres
Director

José Pais Rangel
Director

Antonio Alberto Gouvêa Vieira
Director

Gustavo Henrique Labanca Novo
Alternate Director

Gil de Methodio Maranhão Neto
Alternate Director

Luiz Antônio Barbosa
Alternate Director