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A Publicly Held Company – CVM registration 1732-9

MINUTES OF THE ONE HUNDRED AND SEVENTY-SECOND MEETING OF THE BOARD OF DIRECTORS OF ENGIE BRASIL ENERGIA S.A.

On April 19, 2018, at 4:00 p.m. at Av. Presidente Wilson, 231, 22nd floor, Center, 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, Dirk Achiel Marc Beeuwsaert, Paulo Jorge Tavares Almirante, Pierre Jean Bernard Guiollot, Claude Emile Jean Turbet, Manoel Arlindo Zaroni Torres, José Pais Rangel, Paulo de Resende Salgado and in the justified absence of the director, Roberto Henrique Tejada Vencato, his alternate, Luiz Antonio Barbosa. Also present were the President of the Fiscal Council, Carla Carvalho de Carvalho and Messrs Eduardo Antonio Gori Sattamini, Chief Executive Officer, and Carlos Henrique Boquimpani de Freitas, Chief Financial and Investor Relations Officer. 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-0003/2018 of April 12, 2018 as follows: 1 – Matters for Resolution: Item 1.1 – To approve the Financial Statements for the 1st Quarter 2018; Item 1.2 – To approve the signing by Central Fotovoltaica Assú V Ltda. of the amendments to and financial discharge of the agreements closed with: *i)* the Seta/Araxá Consortium with respect to plant integration; and *ii)* ABB/Santa Rita with respect to electromechanical work; Item 1.3 – To approve the signing by Usina Termelétrica Pampa Sul (Miroel Woloski TPP) of an amendment to the agreement with TMSA for the installation of a coal conveyor belt; Item 1.4 – To approve the signing by the Company of an amendment to the agreement for the modernization of the SSHPP; Item 1.5 – To approve the Sustainability Report 2017 of the Company and its subsidiaries; Item 1.6 – To approve the supply contracts for the Gralha Azul project (Transmission Line in the state of Paraná); Item 1.7 – To approve the acquisition of ENGIE Geração Solar Distribuída S.A.; Item 1.8 – To approve the operation of a loan under the Law 4131/62 model and respective swap operation; Item 1.9 – To approve the contracting of working capital; Item 1.10 – To take cognizance and approve the report on the activities of the Board of Directors for fiscal year 2017; 2 – Matters for Cognizance: Item 2.1 – To take cognizance of the Business Opportunities and Risks Matrix - 2017; Item 2.2 – To take cognizance of power purchasing agreements; and 3 – General Matters. RESOLUTIONS: Following discussion of the matters on the agenda, the Chair put the items on the Day's Agenda to the vote, the Directors deciding as follows: Item 1.1 – Pursuant to ADE-685-0002 of April 09, 2018 and the presentation made, documents for which are filed with the Company, and after the requested clarifications, the directors unanimously approved the results for the 1st Quarter 2018, understanding that they adequately represent the Company's numbers and results in the period; Item 1.2 – Pursuant to ADE-686-0003 of April 16, 2018, and the presentation made, documents for which are filed with the Company, and after clarifications rendered, unanimous approval was given for the signature by the subsidiary, Central Fotovoltaica Assú V Ltda., of the amendment instruments, the

payment of the contractual bonus and financial discharge of the agreements signed with: *i)* the Seta/Araxá Consortium relative to plant integration; and *ii)* ABB/Santa Rita with respect to electromechanical work, according to the conditions and amounts presented; Item 1.3 – Pursuant to ADE-686-0002 of April 16, 2018 and the presentation made, documents for which are filed with the Company, satisfactory responses being given to the questions raised, unanimous approval was given to the signature by Usina Termelétrica Pampa Sul (Miroel Woloski TPP) of the amendment to the agreement with TMSA for the installation of a coal conveyor belt according to the conditions and amounts presented; Item 1.4 – Pursuant to ADE-685-0004 of April 09, 2018, and the presentation made, documents for which are filed with the Company, and following clarifications rendered, unanimous approval was given to the signature by the Company of an amendment to the agreement with the companies Voith Hydro Ltda. and Voith Hydro Services Ltda. for the modernization of the Salto Santiago Hydroelectric Power Plant – SSHPP; Item 1.5 – Pursuant to ADE-686-0001 of April 16, 2018 and the presentation made, documents for which are filed with the Company, the Sustainability Report of the Company and its subsidiaries for the year 2017 was unanimously approved; Item 1.6 – Pursuant to ADE-686-0005 of April 16, 2018 and the presentation made, documents for which are filed with the Company and following discussion on the matter, the Directors unanimously approved the signature by the subsidiary, ENGIE Transmissão de Energia Ltda., of the following agreements: *i)* Transmission Line EPC-M as well as Aluminum Cables and Towers, with the selected supplier and according to the conditions and amounts presented, rearrangement of amounts of the agreements being authorized if necessary, contingent on the global amount of the scope of the TLs being observed; and *ii)* Substation EPC-M with the selected suppliers and under the conditions and amounts presented, all relating to the installation of the Gralha Azul Project; Item 1.7 – Pursuant to ADE-685-0003 of April 09, 2018, and the presentation made, documents for which are filed with the Company, and after due clarifications, the Company's Management Board was unanimously authorized to present a proposal and acquire the remaining shares in its subsidiary ENGIE Geração Solar Distribuída S.A., under the conditions and amounts presented and after obtaining the internal authorities from the Engie Group; Item 1.8 – Pursuant to ADE-686-0004 of April 16, 2018 and the presentation made, documents for which are filed with the Company, after due clarifications proffered to the Directors, unanimous approval was given to the negotiation and engagement and/or rollover with (a) top tier bank(s) for one or more foreign loan operations under the Law 4131/62 model and respective swap operation(s) for CDI up to the amount of MUSD300 (three hundred million US dollars) for financing the implementation of the Company's business plan. The Management Board was authorized to negotiate, discuss and sign in the name of the Company, all and any agreements and other documents necessary for the formalization of this operation; Item 1.9 – Pursuant to ADE-685-0001 of April 09, 2018 and the presentation made, documents for which are filed with the Company, and after clarifications rendered, unanimous approval was given for the engagement of working capital operations up to an amount of R$ 300,000,000.00 (three hundred million reais) from top tier financial institutions, the Company's Management Board being authorized to negotiate, discuss and sign all and any agreements and other documents necessary for the formalization of this operation, including the rendering of guarantees should the operation be contracted by any of the Company's subsidiaries; Item 1.10 – The report on the activities of the Board of Directors was presented for the fiscal year 2016, the document for which was approved unanimously and is filed with the Company; 2 – Matters for Cognizance: Item 2.1 – Pursuant to the presentation effected,

document for which is filed with the Company, the Directors took cognizance of the Business Opportunities and Risks Matrix – 2017 Cycle, the methodology used by the Company for evaluating its risks and opportunities, wherein the following business risks were indicated and detailed: Regulatory; Development and Installation of Projects; Market; Socio-environmental; Country; Operational Efficiency and Performance; Major Accidents; Operationalization of the Strategy; Information Security and Cybernetic Security; Ethics; Occupational Health and Safety. The analysis of the probability and the financial impacts was also presented should such risks transpire as well as the actions plans for mitigating and monitoring such risks. In this context, the primary risks for the ENGIE Group in 2017 were presented. Following comments on the matter, it became clear to those present that the set of risks remain at the same level of importance and probability as the previous cycle with small variations in the level of individual risk; Item 2.2 – Pursuant to the sole paragraph to Article 19 of the Corporate Bylaws and further to the presentation effected and filed with the Company and after due clarification of issues raised, the Directors took cognizance of the power purchasing agreements signed by the Company and by its subsidiary, ENGIE Brasil Energia Comercializadora Ltda.; and 3 – General Matters – No further matters were on the agenda for discussion. **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 19, 2018.

Maurício Stolle Bähr
Chairman of the Board of Directors and Chair

Osmar Osmarino Bento
Secretary

Manoel Arlindo Zaroni Torres
Director

Dirk Achiel Marc Beeuwsaert
Director

Paulo Jorge Tavares Almirante
Director

Pierre Jean Bernard Guiollot
Director

Claude Emile Jean Turbet
Director

José Pais Rangel
Director

Paulo de Resende Salgado
Director

Luiz Antonio Barbosa
Alternate Director

The signatures continue on the next page

Continuation page of the signatures to the 172nd Meeting of the Board of Directors

Others present:

Eduardo Antonio Gori Sattamini
Chief Executive Officer

Carla Carvalho de Carvalho
President of the Fiscal Council

Carlos Henrique Boquimpani de Freitas
Chief Financial and Investor Relations Officer