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A Publicly Held Company - CVM Registration 1732-9

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

On the 8th day of the month of August 2018 at 9:00 a.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, Manoel Arlindo Zaroni Torres, Paulo de Resende Salgado, José Pais Rangel, Roberto Henrique Tejada Vencato and, in the light of the justified absences of the directors, Dirk Achiel Marc Beeuwsaert and Claude Emile Jean Turbet, their Alternates, Gil de Methodio Maranhão Neto and Leonardo Augusto Serpa. Also present were Messrs Eduardo Antonio Gori Sattamini, Chief Executive Officer; Carlos Henrique Boquimpani de Freitas, Chief Financial and Investor Relations Officer of the Company; Carla Carvalho de Carvalho, president of the Fiscal Council of the Company; and Rodolfo da Paixão Lima, representative of Deloitte Touche Tohmatsu. 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-0007/2018 of August 1, 2018 as follows: 1 – Matters for Resolution: Item 1.1 – To approve the Financial Statements for the 2nd Quarter 2018; Item 1.2 – To decide on interim dividends; Item 1.3 – To approve the signing of the addenda to the agreements for the installation of the Campo Largo Project; Item 1.4 – To approve a new version of the Sustainable Management Policy; Item 1.5 – To take cognizance of the resignation of the Chief Energy Commercialization Officer and to elect his replacement; and 2 – Matters for Cognizance: Item 2.1 – To take cognizance of the power purchasing agreements; and 3 – General Matters. RESOLUTIONS: Following discussion of the matters, the Chair put the items on the Day's Agenda to the vote, the Directors deciding as follows: Item 1. Matters for Resolution - Item 1.1 – Pursuant to ADE 698-0001 of July 30, 2018 and the presentation made, documents for which are filed with the Company, and following clarifications requested, the Directors unanimously approved the results for the 2nd Quarter 2018, understanding that they represent adequately the numbers and results of the Company in the period; Item 1.2 – Pursuant to ADE-698-0003 of July 30, 2018, and the presentation made, documents for which are filed with the Company, and pursuant to the results approved in the preceding item, the distribution of interim dividends was approved for the following amounts and under the following conditions: *a)* the amount of interim dividends shall be R$ 1,146,036,920.27, corresponding to R$ 1.7557267392 per share; *b)* the shares of the Company shall trade ex-dividend as from August 21, 2018; and *c)* the payment of interim dividends shall be made on a date to be decided by the Management Board and announced through a Notice to the Shareholders based on the existing registered information held by Itaú Unibanco Banco Múltiplo S.A. on August 20, 2018. These dividends represent a payout of 100% (one hundred percent) of the adjusted net income for the first half of 2018; Item 1.3 – Pursuant to ADE-697-0002 and ADE-697-0003, both of July 23, 2018, and the presentations effected, documents for

which are filed at the Company, the following addenda to agreements for the installation of the Campo Largo Project – Phase 1 were unanimously approved: *i)* Addendum 1 to the Agreement for a Global Price for Engineering, Procurement and Construction of the Transmission Line, signed by the subsidiary of the Company, CLWP Eólica Parque VII S.A., with Santa Rita Comércio e Instalações Ltda.; and *ii)* Addendum 3 to the Fixed Fee Agreements for Civil Engineering Work, signed by the subsidiaries of the Company, participants in the Campo Largo Project with Cortez Engenharia Ltda.; Item 1.4 – Pursuant to ADE-695-0001 of July 09, 2018 and the file presented, documents for which have been filed at the Company, and following clarifications on the matter, the Directors unanimously approved the new version of the Company's Sustainable Management Policy; Item 1.5 – The Chairman of the Board notified the other Directors as to the letter of resignation from the position of the Company's Chief Energy Commercialization Officer presented by Marco Antonio Amaral Sureck, in the light of the Company's management succession process. The following replacement to the position was unanimously elected: **GABRIEL MANN DOS SANTOS**, Brazilian, married, mechanical engineer and business administrator, bearer of ID number 3.414.341-SSP/SC, enrolled in the tax register (CPF/MF) under number 983.371.819-15, resident and domiciled in the city of Florianópolis/SC and pursuant to Article 72 of the Brazilian Civil Code, with professional domicile at Rua Paschoal Apóstolo Pítsica, 5064, Bairro Agronômica, CEP 88025-255, Florianópolis/SC, address for serving writs and notifications, with his term of office beginning on this date and for the remaining term of the current management board, that is, until May 04, 2019. The Chair informed that Marco Antonio Amaral Sureck will remain on the Company's payroll until the end of the year in an advisory capacity to the new officer, also recognizing the important services rendered to the Company, he thanked the efforts and dedication of Marco Antonio Amaral Sureck, paying tribute to his important contribution to the growth of the Company throughout the period in which he occupied the position of Chief Energy Commercialization Officer and wishing success to his replacement, a sentiment in which he was joined by the other Directors. Item 2 – Matters for Cognizance: Item 2.1 – Pursuant to the sole paragraph to Article 19 of the Corporate Bylaws and according to the presentation proffered, which is filed with the Company, following clarification of inquiries, the Directors took cognizance of the power purchasing agreements signed by the Company and by its subsidiary, ENGIE Brasil Energia Comercializadora Ltda.; Item 3 – General Matters – No other matter was raised. **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 issuances 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, August 8, 2018.

Maurício Stolle Bähr
Chairman of the Board and Chair

Osmar Osmarino Bento
Secretary

(The signatures continue on the next page)

(Continuing page of signatures to the minutes of the 176th Meeting of the Board of Directors of August 8, 2018)

Manoel Arlindo Zaroni Torres
Director

José Pais Rangel
Director

Paulo de Resende Salgado
Director

Roberto Henrique Tejada Vencato
Director

Gil de Methodio Maranhão Neto
Alternate Director

Leonardo Augusto Serpa
Alternate Director

Eduardo Antonio Gori Sattamini
Chief Executive Officer

Carlos Henrique Boquimpani de Freitas
Chief Financial and Investor Relations Officer

Carla Carvalho de Carvalho
President of the Fiscal Council

Rodolfo da Paixão Lima
DeloitteTouche Tohmatsu