ANNUAL GENERAL MEETING
CONVENING NOTICE

Pursuant to the legal and statutory provisions, the Shareholders of **ENGIE Brasil Energia S.A.** are hereby convened to the Annual General Meeting to be held on April 17, 2017, beginning at 11:30 a.m. at the Company's registered offices at Rua Paschoal Apóstolo Pítsica 5064, Bairro Agronômica, CEP 88025-225 in the city of Florianópolis, capital of the state of Santa Catarina with the following Day's Agenda:

ANNUAL GENERAL MEETING:

1. Take cognizance of the management accounts, examine, discuss and vote on the financial statements with respect to the fiscal year ending December 31, 2016;
2. Deliberate on the allocation of Profits and the distribution of dividends;
3. Deliberate on the amount of the participation of the employees in the results for the fiscal year 2016;
4. Deliberate on the aggregate compensation for the members of the management of the Company and of the Fiscal Council for fiscal year 2017;
5. Reelect 3 (three) effective members to the Fiscal Council together with their respective alternates; and
6. Elect 1 (one) alternate member to the Board of Directors.

Pursuant to the provision of Law 6.404/1976 ("LS/A") and CVM Instruction 481/2009 ("ICVM481/09"), we inform that the following documents and information are at the disposal of the shareholders at the Company's registered offices as well as in the website of the Company (www.engieenergia.com.br), of the BM&FBOVESPA (www.bmfbovespa.com.br) and the Brazilian Securities and Exchange Commission - CVM (www.cvm.gov.br): (i) as provided under Article 9 to ICVM 481/09; *ii)* relative to the proposal for participation of the employees in the results for the fiscal year 2016 (Article 133, subsection V to LS/A); *iii)* the proposal for compensation of the members of management and other information (Article 12 to ICVM481/09); and *iv)* relative to the reelection of the members of the Fiscal Council and 1 (one) alternate member of the Board of Directors (Article 10 to ICVM481/09).

Pursuant to the applicable legislation and Article 13 of the Bylaws, the shareholders shall substantiate their status as such at least 72 (seventy-two) hours before the herein convened Meeting is scheduled to be held, by delivering during business hours to the Company's head offices, care of U.O. Assuntos Jurídicos, documents corroborating their ownership of the shares of ENGIE Brasil Energia S.A. These substantiating documents must be issued by a financial securities registrar and/or custodian at the latest, 4 (four) working days prior to the date of the Meeting.

In addition to substantiating their ownership of the shares issued by the Company, presential participation in the Meeting is contingent on shareholders producing the following documents:
- Personal Shareholders: original or certified copy of an official identity document with a photograph.
- Corporate Shareholders: *i)* certified copy of the most recent bylaws or consolidated articles of association or of their amendments and the minutes of the election of the directors, should these not be included in the articles of association; and *ii)* original or certified copy of an official identification document with a photograph of the legal representative(s).
- Investment Funds: *i)* original or certified copy of the fund's most recent consolidated regulations or their amendments, of the fund administrator's bylaws or consolidated articles of association or their

amendments together with the minutes of the election of the directors of the fund administrator, should these not be included in the articles of association; and *ii)* an original or certified copy of an official identification document with photograph of the legal representative(s).
Should the shareholder be represented by a proxy (a shareholder or manager of the company or eventually, a lawyer), in addition to the corporate acts listed above for corporate shareholders and investment funds, the official identification document of the proxy and the power of attorney with specific powers granted and issued on a date less than one year prior to that of the AGM must be presented, pursuant Paragraph 1, Article 126 of the LS/A, in the form of a public or private instrument. In the latter case, the signature of the principal should be notarized in a notary public's office, presentation of the identification document of the signatory on the power of attorney being waived. With the adoption of the remote voting system, shareholders may also exercise their voting rights through their respective custodian/broker or through the intermediary of Itaú Corretora de Valores S.A., securities registrar for the Company, or further through completion and dispatch of the Remote Voting accompanied by a document substantiating ownership of the shares of ENGIE Brasil Energia S.A. and a certified copy of the aforementioned documents for participation in the Meeting, as the case may be. Shareholders must be cognizant of the guidance, timelines and procedures to be found in the Company's Internet page (www.engieenergia.com.br) by following the path: Investors/Assemblies and Board Meetings, selecting Remote Voting - Guidance.

Florianópolis (SC), March 17, 2017.

Maurício Stolle Bähr
Chairman of the Board of Directors