ANNUAL GENERAL MEETING
CONVENING NOTICE

Pursuant to the legal and statutory provisions, the Shareholders of **TRACTEBEL ENERGIA S.A.** ("Tractebel" or "Company") are hereby convened to the Annual General Meeting to be held on March 21, 2012, beginning at 9:00 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 to:

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, 2011;
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 2011;
4. Deliberate on the aggregate compensation for the management of the Company and of the Fiscal Council for the fiscal year 2012;
5. Elect the members of the Board of Directors and their alternates;
6. Install the Fiscal Council and elect its members and their respective alternates; and
7. Approve a new newspaper for inserting the Company's legal publications.

Pursuant to the provision of Law 6.404/1976 ("LS/A") and CVM Instruction 481/2009, we inform that the following documents and information on the following matters are held at the disposal of the shareholders at the Company's registered offices as well as in the website of the Company (www.tractebelenergia.com.br), of the BM&FBOVESPA (www.bmfbovespa.com.br) and the Brazilian Securities and Exchange Commission -CVM (www.cvm.gov.br): (i) proposal for compensation of the members of management and other information (Article 12 of ICVM 481); and ii) election of the members of the Board of Directors and Fiscal Council nominated by the controlling shareholder (Article 10 of ICVM 481). Documents and information pursuant to Article 9 of ICVM 481 have also been made available pursuant to the regulatory timeframe and at the same locations.

Pursuant to Article 141 of Law 6,404/76 and CVM Instruction 165/91, as amended by CVM Instruction 282/98, the minimum percentage of the Company's voting capital necessary to require the adoption of multiple voting rights in the election of the members of the Board of Directors is 5% (five percent).

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 Meeting, convened herein, 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 Tractebel Energia. These substantiating documents must be issued by a book entry financial institution and/or custody agent at the most 5 (five) working days prior to the date of the Meeting.

In addition to substantiating their ownership of the shares issued by the Company, participation in the Meeting is contingent on shareholders producing the following documents:

- Personal Shareholders: an official identity document with a photograph.

- Corporate Entity Shareholders: *i)* notarized 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 notarized copy of an official identification document with a photograph of the legal representative(s).

- Investment Funds: *i)* original or notarized 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)* and an official identification document with photograph of the legal representative(s).

Should the shareholder be represented by an attorney-in-fact, in addition to the corporate acts listed above for corporate entity shareholders and investment funds, presentation must be made of the official identification document of the attorney-in-fact and the power of attorney with specific powers granted pursuant Paragraph 1, Article 126 of the LS/A, by means of a public or private instrument, in the latter case, with the signature of the grantor notarized in a notary public's office, presentation of the identification document of the signatory of the power of attorney being waived.

Florianópolis (SC), March 6, 2012.
Maurício Stolle Bähr
Chairman of the Board of Directors