# ORDINARY 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 Extraordinary General Meeting to be held on April 5, 2011, beginning at 11:00 a.m. at the Company's registered offices at Rua Antônio Dib Mussi 366, Centro, CEP 88015-110 in the city of Florianópolis, capital of the state of Santa Catarina with the following Day's Agenda:

**EXTRAORDINARY GENERAL MEETING**:

1. To receive the management accounts, examine, discuss and vote on the financial statements with respect to the fiscal year ending December 31, 2010;
2. To deliberate on the capital budget for retention of profits;
3. To deliberate on the allocation of Profits and the distribution of dividends;
4. To deliberate on the participation of the employees in the profits or results for the fiscal year 2010;
5. To deliberate on the aggregate compensation for the Members of Management for the fiscal year 2011; and
6. To install the Fiscal Council and elect its members and their respective alternates.

Pursuant to the provision of Law 6.404/1976 ("LS/A") and CVM Instruction 481/2009, we inform that the following documents are held at the disposal of the shareholders at the Company's registered offices as well as in the Internet pages of the Company (www.tractebelenergia.com.br), of the BM&FBOVESPA (www.bmfbovespa.com.br) and the Brazilian Securities and Exchange Commission (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 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 according to the regulatory timeframe and at the same locations.

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 is scheduled to be held, by delivering during business hours to the Company's registered offices, care of U.O. Assuntos Jurídicos, documents corroborating their ownership of the shares of Tractebel.

In addition to substantiating their ownership of the shares issued by the Company, to take part in the Meeting, the shareholders should produce 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 to the power of attorney being waived.

Florianópolis (SC), March 21, 2011.
Maurício Stolle Bähr
Chairman of the Board of Directors