ENERGY CO OF MINAS GERAIS Form 6-K December 29, 2016

#### SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

## FORM 6-K

Report of foreign private issuer pursuant to rule 13a-16 or 15d-16 of the securities exchange act of 1934

For the month of December 2016

**Commission File Number 1-15224** 

## **ENERGY COMPANY OF MINAS GERAIS**

(Translation of Registrant s Name Into English)

Avenida Barbacena, 1200

30190-131 Belo Horizonte, Minas Gerais, Brazil

(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper

as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper

as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): N/A

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## FORWARD-LOOKING STATEMENTS

This report contains statements about expected future events and financial results that are forward-looking and subject to risks and uncertainties. Actual results could differ materially from those predicted in such forward-looking statements. Factors which may cause actual results to differ materially from those discussed herein include those risk factors set forth in our most recent Annual Report on Form 20-F filed with the Securities and Exchange Commission. CEMIG undertakes no obligation to revise these forward-looking statements to reflect events or circumstances after the date hereof, and claims the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995.

## **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

# COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG

Date: December 29, 2016 By: /s/ Franklin Moreira Gonçalves

Name: Franklin Moreira Gonçalves

Title: Acting Chief Finance and Investor Relations

Officer

# 1. SUMMARY OF MINUTES OF THE 198TH MEETING OF THE BOARD OF DIRECTORS HELD ON JUNE 12, 2014

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# CEMIG DISTRIBUIÇÃO S.A.

# LISTED COMPANY CNPJ: 06.981.180/0001-16 NIRE: 31300020568

## **BOARD OF DIRECTORS**

#### **SUMMARY OF MINUTES**

#### **OF THE**

## 198TH MEETING

Date, time and

June 12, 2014, at 10 a.m., at the head office.

place:

Meeting Chair: Djalma Bastos de Morais;

**Committee:** 

Secretary: Anamaria Pugedo Frade Barros.

**Summary of proceedings:** 

- I Conflict of interest: The Board Members listed below stated they had no conflict of interest with the matters on the agenda of this meeting.
- II The Board approved the minutes of this meeting.

## III The Board authorized:

a) Opening of Administrative Tender Proceedings for, and contracting of, rental of the real estate property owned by Forluz at Av. Barbacena 1200, Belo Horizonte, Minas Gerais, for sixty months, able to be extended for equal successive periods up to a limit of twenty years, by signature of amendments; and ratified all actions taken in this matter since March 1, 2014, i.e. the rental of the said property.

- b) Signature of the First Amendment to the Contract with Axxiom Soluções Tecnológicas S.A., to adapt the form of execution of the services of sustaining, updating and developing of the necessary developments in the GDIS System.
- c) Opening of Administrative Tender Proceedings for, and contracting of services of, in-person customer care, in approximately one hundred and fifty six Customer Care branches and in approximately one hundred and fifty three municipalities, and service of automated control and management of customer care service including both software and hardware, for approximately one hundred and fifty six branches and approximately six hundred and twenty *Cemig Fácil* customer service posts, for thirty six months, able to be extended for up to a total of sixty months.

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- **IV** The Board nominated the employee Mirian Paula Ferreira Rodrigues to be a sitting member of the Board of Directors of Empresa Paraense de Transmissão de Energia S.A., to serve the remainder of the period of office, begun at the Annual General Meeting of April 19, 2013, from the date of the Extraordinary General Meeting of Stockholders that elects her until her duly elected successor is sworn in.
- V The Board ratified the nomination of the employee Mirian Paula Ferreira Rodrigues, as substitute member of the Board of Directors of STC Sistema de Transmissão Catarinense S.A., for a period of office of three years, from the Ordinary and Extraordinary General Meetings of Stockholders of April 11, 2014 until her duly elected successor is sworn in.
- VI Abstention: The Board member

Arcângelo Eustáquio Torres Queiroz

abstained from voting on the matter referred to in subclause c of Item III above.

VII Unpaid leave: The Chair reported that the Board member

Luiz Augusto de Barros

had delivered correspondence to the Company formalizing his request for unpaid leave from the post of substitute member of this Board, for the period from June 16 to October 31, 2014, for private reasons.

**VIII Comment:** The Chair spoke on a subject of interest to the Company. The following were present:

**Board members:** Djalma Bastos de Morais, Wando Pereira Borges,

Arcângelo Eustáquio Torres

Queiroz,

Newton Brandão Ferraz Ramos,

Bruno Magalhães Menicucci,

Fuad Jorge Noman Filho,

Paulo Sérgio Machado Ribeiro,

Guy Maria Villela Paschoal, Tarcísio Augusto Carneiro,

João Camilo Penna, Custódio Antonio de Mattos,

Joaquim Francisco de Castro Neto, Franklin Moreira Gonçalves,

José Pais Rangel, José Augusto Gomes Campos,

Paulo Roberto Reckziegel Guedes, Lauro Sérgio Vasconcelos David,

Saulo Alves Pereira Junior, Luiz Augusto de Barros,

Tadeu Barreto Guimarães, Marina Rosenthal Rocha;

**Secretary:** Anamaria Pugedo Frade Barros.

(Signed) Anamaria Pugedo Frade Barros

Registered at:

Commercial Board of the State of Minas Gerais

I certify registry, under N°: 5877087,

on September 27, 2016.

Receipt No: 16/574.391-3.

Marinely de Paula Bomfim General Secretary.

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# 2. SUMMARY OF MINUTES OF THE 223RD MEETING OF THE BOARD OF DIRECTORS HELD ON JULY 17, 2014

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# CEMIG GERAÇÃO E TRANSMISSÃO S.A.

# CNPJ 06.981.176/0001-58 NIRE 31300020550

## **BOARD OF DIRECTORS**

#### **SUMMARY OF MINUTES**

#### **OF THE**

# 223RD MEETING

Date, time and

July 17, 2014, at 12 noon, at the Company s head office,

place:

Av. Barbacena 1200 12th Floor, B1 Wing, Belo Horizonte, Minas Gerais, Brazil.

**Meeting** 

Chair: Djalma Bastos de Morais;

**Committee:** 

Secretary: Anamaria Pugedo Frade Barros.

**Summary of proceedings:** 

- I Unpaid leave: The General Manager Anamaria Pugedo Frade Barros reported that Mr. Danilo de Castro had delivered correspondence to the Company formalizing his request for unpaid leave from the post of substitute member of this Board, for the period from July 15 to October 6, 2014, for private reasons, and that the Board members present had consented to this request.
- **III Conflict of interest:** The Board Members listed below stated they had no conflict of interest with the matter on the agenda of this meeting.

## III The Board approved:

a) Review of the Project: Hydroelectric Plants of the Tapajós River Basin Pre-feasibility Studies for the Hydroelectric Plants of the Tapajós River Basin.

b) The minutes of this meeting.

#### IV The Board Authorized:

- a) signature, out of time, of the Third Amendment to the Contract with Terceiriza Serviços Ltda., to extend the period of contracting of the provision of services of conservation and cleaning, maintenance of gardens and mowing at the premises of the Company in the Metropolitan Region of Belo Horizonte, for up to thirty five months and five days, and alteration of the global amount contracted, ratifying the provision of the said services.
- b) Signature of Terms of Partnership, between Cemig, Cemig D, Cemig GT and the Municipal Councils for the rights of Children and Adolescents participants in the AI6% Program, for passthrough of donations raised from the employees of those companies, with a maximum of one million eight hundred thousand Reais and a 1% portion of the income tax payable by Cemig, Cemig D and Cemig GT, for application in programs and projects in the ambit of the Municipality, in effect until August 31, 2015.

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c) Signature of the Third Amendment to the Technical Cooperation Agreement with

Centrais Elétricas Brasileiras S.A., Construções e Comércio Camargo Corrêa S.A., Copel Geração e Transmissão S.A., GDF Suez Energy Latin America Participações Ltda. Centrais Elétricas do Norte do Brasil S.A., Electricité de France S.A., Endesa Brasil S.A., and Neoenergia Investimentos S.A.,

for updating of the estimate of costs specified for the preparation of environmental assessments and feasibility studies for hydroelectric complexes, and extension of the period of validity until December 31, 2015.

b) Opening of administrative tender proceedings for, and acquisition, through the Price Registry System, of

three hundred and sixty seven thousand tons of A1 Fuel Oil,

two hundred and eight eighty thousand liters of Type D diesel oil, and

input materials and chemical products;

and contracting of thermal isolation services, for the Igarapé Thermoelectric Plant, for two years, starting in January 2015.

e) Signature of amendment N° 3 to the Contract for Use of the Transmission System with the National Electricity System Operator and the Transmission Concessions represented by that Operator, to alter the installed potential of the Irapé Hydroelectric Plant and the amount of use to be contracted, and indicate the load level, with effect from April 15, 2014.

VI The board delegated to the Executive Board, until March 31, 2015, the competency to authorize entering into:

a) contracts for sale of electricity, after hearing the opinion of the Energy Risks Management Committee, with individual values of sixteen million seven hundred thirty eight thousand one hundred thirty nine Reais and twelve centavos or more, and also terms of assignment, amendments, memoranda of termination of contracts

by rescission, resilement or similar methods, including any cases where penalty payments are made by any of the parties, arising from negotiation, service contracts or contracts to constitute guarantees and counter-guarantees associated with them, and the other instruments necessary for their completion in practice;

- b) and any such agreements entered into between the Company and any of its stockholders, or companies that are controlling stockholders of the latter, whether controlled by them singly or under joint control, of any value. In both cases, the Board of Directors must be informed of the instruments signed at its first meeting subsequent to the approval.
- VI The Board ratified the following nominations for appointments, to serve the respective periods of office or until their duly elected successors are sworn in:
  - 1) João Procópio Campos Loures Vale as:
    - a) Member of the Board of Directors of Companhia Transudeste de Transmissão, for a period of office of three years, i.e. until the Annual General Meeting of 2017;
    - a) Member of the Board of Directors of Companhia de Transmissão Centroeste de Minas (Centroeste), for a period of office of three years, i.e. until the AGM of 2017; and
    - c) Substitute member of the Board of Directors of Ativas Data Center S.A., for a period of office of two years, until the AGM of 2016.

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- 2) Flávio de Almeida Araújo, as Substitute member of the Board of Directors of Companhia de Gás de Minas Gerais (Gasmig), for a period of office of two years, until the Annual General Meeting of 2016.
- 3) José Cleber Teixeira, as member of the Board of Directors of Centroeste, for a period of office of three years, i.e. until the Annual General Meeting of 2017;
- 4) Brunno Viana dos Santos Sant Anna, as member of the Board of Directors of Companhia Transirapé de Transmissão, for a period of office of three years, i.e. until the Annual General Meeting of 2017, nominating the employee Alexandre Vidigal Pereira Pinto as his Substitute member as from the Extraordinary General Meeting of Stockholders that deals with that subject.
- 5) Eliana Soares da Cunha Castello Branco, as a member of the Board of Directors of Cemig Telecomunicações S.A., for a period of office of three years, i.e. until the Annual General Meeting of 2017.
- VII The Board re-ratified: Board Spending Decision (CRCA) 034/2014, as to its Subclause C, relating to the signature of the Fourth Amendment to the Stockholders Agreement of Retiro Baixo Energética S.A., to alter Clause Five of the Stockholders Agreement, the other provisions of that CRCA remaining unchanged.
- **VIII Withdrawn from the agenda:** The matter of re-scaling of the value of Personnel, Material, Outsourced services and Other Expenses, and additional budgetary allocation for 2014, was withdrawn from the agenda.
- IX Unpaid leave: The Chair informed the Board that the Chief Officers

Frederico Pacheco de Medeiros and José Carlos de Mattos, have filed correspondence with the Company formalizing requests for unpaid leave from their positions as Chief Officers, for personal reasons, in the periods, respectively, from June 16 to October 31, 2014 and from June 25 to August 31, 2014, respectively.

**X** Comment: The following made comments on subjects of interest to the Company:

The Chair;

Chief Officer:Luiz Fernando Rolla,Luiz Henrique de Castro Carvalho;General Managers:Leonardo George Magalhães,Wagner Delgado Costa Reis;

The following were present:

Board members: Djalma Bastos de Morais, Bruno Magalhães Menicucci,

Arcângelo Eustáquio Torres Queiroz, Marina Rosenthal Rocha,

Eduardo Borges de Andrade, Newton Brandão Ferraz Ramos,

Fuad Jorge Noman Filho, Paulo Sérgio Machado Ribeiro,

Guy Maria Villela Paschoal, Custódio Antonio de Mattos,

João Camilo Penna, Flávio Miarelli Piedade,

Joaquim Francisco de Castro Neto, Franklin Moreira Gonçalves,

José Pais Rangel, José Augusto Gomes Campos,

Saulo Alves Pereira Junior, Lauro Sérgio Vasconcelos David,

Tarcísio Augusto Carneiro;

Luiz Henrique de Castro Carvalho;

Tadeu Barreto Guimarães,

Luiz Fernando Rolla,

**Secretary:** Anamaria Pugedo Frade Barros.

(Signed by:) Anamaria Pugedo Frade Barros.

**Chief Officers:** 

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# 3. SUMMARY OF MINUTES OF THE 611TH MEETING OF THE BOARD OF DIRECTORS HELD ON OCTOBER 30, 2014

# COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127 BOARD OF DIRECTORS

## **SUMMARY OF MINUTES**

#### **OF THE**

# 611<sup>TH</sup> MEETING

Date, time and

October 30, 2014 at 8 a.m. at the company s head office,

place:

Av. Barbacena 1200, 21st floor, Belo Horizonte, Minas Gerais, Brazil.

Meeting Chair: Djalma Bastos de Morais;

**Committee:** 

Secretary: Anamaria Pugedo Frade Barros.

**Summary of proceedings:** 

- I Conflict of interest: The board members listed below said they had no conflict of interest in the matters on the agenda of this meeting
- II The Board approved the minutes of this meeting.
- III In relation to Renova Energia S.A. ( Renova ):
  - 1) The Board ratified the orientation given to the Board members appointed by the Company to vote in favor of the agenda at the meeting of the Board of Directors of Light S.A. (Light) and the orientation given to the Board members appointed by the Company to vote in favor of the agenda at the meeting of the Board of Directors of Cemig GT, in relation to Renova participating in the 2014 LER (Reserve Energy) Auction held by the Brazilian National Electricity Agency, Aneel, for sale of electricity in the Regulated Market by

Renova or by companies constituted by Renova.

- 2) The Board authorized constitution by Renova of special-purpose companies (SPCs) and sub-holding companies for construction, financing and commercial operation of any wind power projects whose output is sold at the 2014 LER.
- 3) The Board ratified the orientation given to the Board members appointed by the Company to vote in favor of the agenda at the meeting of the Board of Directors of Light, and the orientation to the Board members appointed by the Company to vote in favor of the agenda at the meeting of the Board of Directors of Cemig GT, for a partnership to be entered into by a Joint Venture Agreement, between Renova and SunEdison Brasil Projetos Montagem e Instalação de Empreendimentos de Energia Solar Ltda. (SunEdison), for construction, financing and commercial operation of up to 16 new solar generation undertakings the output of which may be sold at the 2014 LER, based on the projects registered by Renova and SunEdison, through formation of an unlisted corporation (NewCo), to absorb all the SPCs created for commercial operation of the projects that are successful in the Auction, and also those that are unsuccessful (the Joint Venture)

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subject to it being a condition precedent for formation of the Joint Venture that there has been a sale or sales at the Auction by Renova or by SunEdison, or by both, and authorization by Aneel for transfer of the SPCs to NewCo .

- 4) Subject to the conditions in Item 3 above being met, the Board authorized Renova to participate in NewCo, for implementation of the Joint Venture.
- **IV** The Board oriented vote in favor of the agenda, by the Board Members appointed by the Company, at the meeting of the Boards of Directors of:
  - a) **Taesa** (Transmissora Aliança de Energia Elétrica S.A.), on:
    - (i) authorization for ERTE (Empresa Regional de Transmissão de Energia S.A.) to increase its share capital by up to thirty eight million Reais, to one hundred nine million nine hundred forty thousand eight hundred Reais, through issuance of twenty one million seven hundred thirty two thousand two hundred and six nominal preferred shares without par value, not convertible into common shares, not carrying the right to vote in General Meetings of Stockholders, and with priority in reimbursement of capital, without premium;
    - (ii) assignment by Taesa and by EATE (Empresa Amazonense de Transmissão de Energia S.A.), to ENTE (Empresa Norte de Transmissão de Energia S.A.) of the right to subscribe preferred shares to be issued by ERTE, as above;
    - (iii) authorization for ENTE to subscribe and pay up 100% of the preferred shares to be issued by ERTE; and
    - (iv) appropriate changes to the by-laws of ERTE to reflect these changes in its share capital.
  - b) **Light** and **Cemig GT**, for participation by Renova in the A 5 LEN (New-build) Auction to be held by Aneel, for sale in the Regulated Market by Renova or by companies constituted by Renova of electricity generated by wind power projects yet to be built; and in the event of success in the Auction, authorizing constitution by

Renova of SPCs and sub-holding companies, for construction, financing and commercial operation of the wind power projects of which the output is sold in the Auction.

IV Leave of absence: The Chair reported that the Deputy CEO, Mr. Arlindo Porto Neto, had filed correspondence with the Company formalizing his request for unpaid leave from the position of Deputy CEO, for personal reasons, for the period October 22-24, 2014, and that the Chief Corporate Management Officer, Mr. Frederico Pacheco de Medeiros, had filed correspondence with the Company requesting alteration of the period of his unpaid leave, for personal reasons, from the position of Chief Corporate Management Officer, which began on June 17, 2014, bringing forward its termination from October 31 to October 26, 2014.

**Comment:** The Chair made comments on a subject of interest to the Company. The following were present:

**Board members:** Djalma Bastos de Morais, Bruno Magalhães

Menicucci.

Guy Maria Villela Paschoal,

Franklin Moreira Gonçalves, João Camilo Penna,

Joaquim Francisco de Castro Neto, José Augusto

Gomes Campos,

José Pais Rangel,

Luiz Augusto de Barros. Paulo Roberto Reckziegel Guedes,

Newton Brandão Wando Pereira Borges,

Ferraz Ramos,

Paulo Sérgio Machado Ribeiro.

Tarcísio Augusto

Carneiro.

Flávio Miarelli

Piedade:

**Secretary:** Anamaria Pugedo Frade Barros.

(Signed) Anamaria Pugedo Frade Barros

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# 4. SUMMARY OF MINUTES OF THE 626TH MEETING OF THE BOARD OF DIRECTORS HELD ON FEBRUARY 25, 2015

# COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127 BOARD OF DIRECTORS

## **SUMMARY OF MINUTES**

#### **OF THE**

# 626<sup>TH</sup> MEETING

Date, time and

Opened 8.30 a.m., Feb. 25, 2015; resumed 8 a.m. and closed, Feb. 27, 2015;

place:

at the head office, Av. Barbacena 1200, 21st floor, Belo Horizonte, MG, Brazil.

Meeting

Chair: José Afonso Bicalho Beltrão da Silva;

**Committee:** 

Secretaries: Anamaria Pugedo Frade Barros;

Alexandre de Queiroz Rodrigues

# **Summary of proceedings:**

- I Conflict of interest: The board members listed below said they had no conflict of interest in the matters on the agenda of this meeting.
- II The Board approved the minutes of this meeting.
- II The Board authorized:
  - b) Signature of the Term of Closure of the Final Contract for Association, between Vale and Cemig GT, which completes closure of the agreement in the terms of the Final Contract.

a) Signature, as consenting party, of the Fifth Amendment to the Contract for Constitution of the Capim Branco Consortium, to formalize the entry of Aliança Geração de Energia S.A. ( Aliança Geração ) into the Consortium, taking over the participation of Vale, Epícares and Cemig GT, and substituting them in all their rights and obligations.

# **IV** The Board oriented votes in favor of the following agenda items:

- a) By the members of the Board of Directors of Cemig GT appointed by the Company, at the meeting of the Board of Directors of Cemig GT, to authorize increase in the share capital of Aliança Geração, by one billion two hundred seventy million eight hundred eight thousand five hundred thirty eight Reais, with issuance of nominal common shares without par value, of which Cemig GT will subscribe five hundred seventy one million eight hundred sixty three thousand eight hundred forty two nominal common shares without par value, at issue price of one Real per share, paying for this subscription with Cemig GT Assets.
- b) By the members of the Board of Directors of Cemig GT appointed by the Company: orientation of vote by the representatives of Cemig GT in the Extraordinary General Meeting of Stockholders of Aliança Geração of February 27, 2015, on:

the increase in the share capital of Aliança Geração;

the Valuation Opinion prepared by PricewaterhouseCoopers Auditores Independentes;

and the consequent alteration of By-laws.

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c) By the members of the Board of Directors of Cemig GT appointed by the Company, on orientation of vote by the representatives of Cemig GT in the Extraordinary General Meeting of Stockholders of Aliança Geração of February 27, 2015, on:

the Protocol of Absorption and Justification, between Aliança Geração and Epícares Empreendimentos e Participações Ltda. (Epícares);

ratification of the appointment of the specialized company Prosper Outsourcing e Assessoria Empresarial Ltda., responsible for the valuation of the net equity of Epícares;

approval of the Valuation Opinion prepared on January 31, 2015; and

absorption of Epícares by Aliança Geração.

- Withdrawn from the agenda: The matter of injection of assets by Cemig GT into Aliança Norte Energia Participações S.A. (Aliança Norte), from February 27, 2015 to December 31, 2016, conditional upon acquisition of 49% of that company by Cemig GT, was withdrawn from the agenda.
- VI Comments: The Chair spoke on matters of interest to the Company. The following were present:

**Board members:**José Afonso Bicalho Beltrão da
Bruno Magalhães
Silva.
Menicucci.

Mauro Borges Lemos, Carlos Fernando da Silveira Vianna,

Allan Kardec de Melo Ferreira,

Arcângelo Eustáquio Torres Queiroz, Newton Brandão Ferraz Ramos,

Helvécio Miranda Magalhães Junior, Tarcísio Augusto

Carneiro,

Marco Antônio de Rezende Teixeira,

Marco Antônio Soares da Cunha

Castello Branco,

Antônio Dirceu Araújo Xavier,

Guy Maria Villela Paschoal,

Franklin Moreira

Gonçalves,

Paulo Roberto Reckziegel Guedes,

José Augusto Gomes

Saulo Alves Pereira Junior,

Campos,

José Pais Rangel,

Luiz Guilherme

Piva.

Marina Rosenthal

Rocha,

Ricardo Wagner Righi de Toledo,

Wieland

Silberschneider;

**Secretary:** 

Alexandre de Queiroz Rodrigues.

(Signed by:) Alexandre de Queiroz Rodrigues.

Registered at:

Commercial Board of the State of Minas Gerais

I certify registry on: November 11, 2016

Under the number: 6120340

Filing Receipt number: 16/640.268-1

Marinely de Paula Bomfim

General Secretary

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# 5. SUMMARY OF MINUTES OF THE 668TH MEETING OF THE BOARD OF DIRECTORS HELD ON JUNE 29, 2016

# COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127 BOARD OF DIRECTORS

## **SUMMARY OF MINUTES**

#### **OF THE**

## 668TH MEETING

Date, time and

June 29, 2016 at 11 a.m. at the company s head office,

place:

Av. Barbacena 1200, 21st floor, Belo Horizonte, Minas Gerais, Brazil.

**Meeting** 

Chair: José Afonso Bicalho Beltrão da Silva;

**Committee:** 

Secretary: Alexandre de Queiroz Rodrigues.

**Summary of proceedings:** 

I Conflict of interest: The Board Members listed below stated that they had no conflict of interest with the matters on the agenda of the meeting.

# II The Board approved:

- a) The proposal by the Chair, as follows:
  - i) Change of post: the Chief Corporate Management Officer,

**Márcio Lúcio Serrano**Brazilian, doctor, married, domiciled in Belo Horizonte, Minas Gerais, at Av.
Barbacena 1200, 18th floor, B2 Wing, Santo Agostinho, CEP 30190-131, Bearer of

Identity Card M575788 issued by SSP/MG, and CPF 110906186-20, to be Chief Officer for Human Relations and Resources.

ii) Election of

Luís Fernando Paroli Santos Brazilian, married, Systems Analyst, domiciled in Belo Horizonte, Minas Gerais, at Av. Barbacena 1200, 21st floor, A1 Wing, Santo Agostinho, CEP 30190-131, Bearer of Identity Card MG5307664 issued by SSP/MG, and CPF 903562416-53,

as Chief Corporate Management Officer, on an interim basis together with his functions as Chief Institutional Relations and Communication Officer,

both to serve the rest of the present period of office, i.e. until the first meeting of the Board of Directors after the Annual General Meeting of 2018.

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b) The minutes of this meeting.

#### III The Board authorized:

a) Injections of cash into Ativas Data Center S.A. ( Ativas ), by Cemig Telecomunicações S.A.
 ( CemigTelecom ), of:

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up to forty five million Reais ( capital increase No. 1 )
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and up to thirty nine million two hundred thousand Reais (capital increase No. 2);
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waiver, by CemigTelecom, of its right of first refusal for subscription of the rest of the capital to which it would have been entitled in proportion to its equity interest, which will cause dilution of its equity interest in Ativas from 49% to 19.6%;

signature of the Investment Contract, and Stockholders Agreement, between CemigTelecom, Ativas Participações S.A. ( **Ativas Participações** ) and Sonda do Brasil S.A. ( **Sonda** );

signature of the Stockholders Agreement by CemigTelecom and Ativas Participações;

and a temporary waiver enabling Ativas Participações to make payment of its subscription of capital in Ativas.

- b) Signature of the Second Amendment to the Stockholders Agreement of Transmissora Aliança de Energia Elétrica S.A. ( **Taesa** ), with Fundo de Investimentos em Participações Coliseu ( **FIP Coliseu** ), to formalize conditions agreed in the Commitment Undertaking signed by the parties on May 31, 2016.
- VI The Board oriented the members of the Board of Directors of CemigTelecom appointed by the Company to vote in favor of the agenda in the meeting of the Board of Directors of CemigTelecom, on the subjects referred to in subclause a of Item I, above.

- V Vote against: The Board member Arcângelo Eustáquio Torres Queiroz voted against the item referred to in subclause b of Item III, above.
- VI The Chair reported that, as a result of the decision of the Extraordinary General Meeting of Stockholders of Cemig begun on June 14, 2016 and resumed and completed on June 17, 2016, the office of Chief Officer for the Gas Division was abolished, and the post and Office of Chief Officer for Human Relations and Resources was created. Consequently, since June 17, 2016, Mr. Felipe Torres do Amaral, until then Chief Officer for the Gas Division, has not been a member of the Company s Executive Board.

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### VI The members of the Executive Board are now as follows:

Chief Executive Officer: Mauro Borges Lemos;

Deputy CEO: Mateus de Moura Lima Gomes; Chief Trading Officer: Evandro Leite Vasconcelos; Chief Business Development Officer: César Vaz de Melo Fernandes;

Chief Distribution and Sales Officer: Ricardo José Charbel; Chief Finance and Investor Relations Officer: Fabiano Maia Pereira;

Chief Generation and Transmission Officer: Franklin Moreira Gonçalves; Chief Corporate Management Officer: Luís Fernando Paroli Santos\*;

Chief Counsel: Raul Lycurgo Leite;
Chief Officer for Human Relations and Resources: Márcio Lúcio Serrano;
Chief Institutional Relations and Communication Officer: Luís Fernando Paroli Santos.

\* On interim basis, while also serving as Chief Institutional Relations and Communication Officer

VII Statement by Chief Officers: The Chief Officers taking new posts declared in advance that they are not subject to any prohibition on exercise of commercial activity, that they do not occupy any post in a company which could be considered to be a competitor of the Company, and that they do not have nor represent any interest conflicting with that of Cemig; and made a solemn commitment to become aware of, obey and comply with the principles, ethical values and rules established by the Code of Professional Conduct of Cemig and the Code of Ethical Conduct of Government Workers and Senior Administration of the State of Minas Gerais.

**VIII Unpaid leave:** The Chair reported receipt by the Company of correspondence from the Board member Marcelo Gasparino da Silva, requesting unpaid leave from his functions on this Board, for personal reasons, from June 29, 2016 for 300 days, that is to say until April 28, 2017.

**IX** Comments: The Chair, and the Board Member Arcângelo Eustáquio Torres Queiroz, made comments on matters of interest to the Company.

The following were present:

**Board members:** 

José Afonso Bicalho Beltrão da

Silva,

Saulo Alves Pereira

Junior,

Mauro Borges Lemos, Aloísio Macário

Ferreira de Souza,

Allan Kardec de Melo Ferreira,

Bruno Magalhães

Arcângelo Eustáquio Torres Queiroz,

Menicucci,

Helvécio Miranda Magalhães Junior,

José Augusto Gomes

Campos,

José Henrique Maia,

José Pais Rangel,

Bruno Westin Prado

Soares Leal,

Ferreira,

Marco Antônio de Rezende Teixeira,

Daniel Alves

Marco Antônio Soares da Cunha

Castello Branco,

Carlos Fernando da

Silveira Vianna,

Nelson José Hubner Moreira,

Luiz Guilherme

Piva,

Marina Rosenthal

Rocha,

Samy Kopit Moscovitch,

Wieland

Silberschneider;

**Secretary:** 

Anamaria Pugedo Frade Barros.

(Signed) Alexandre de Queiroz Rodrigues

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### 6. SUMMARY OF PRINCIPAL DECISIONS OF THE 677TH MEETING OF THE BOARD OF DIRECTORS HELD ON OCTOBER 31, 2016

# COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127 BOARD OF DIRECTORS

Meeting of October 31, 2016

### SUMMARY OF PRINCIPAL DECISIONS

At its 677<sup>th</sup> meeting, held on October 31, 2016, the Board of Directors of **Cemig** (*Companhia Energética de Minas Gerais*) decided the following:

Change in the composition of the Executive Board: Mr. Evandro Leite Vasconcelos to cease to be Chief Distribution and Sales Officer, and election, to this post, of Mr. Luís Fernando Paroli Santos, who will also temporarily hold the post of Chief institutional Relations and Communication Officer.

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### 7. MARKET ANNOUNCEMENT DATED NOVEMBER 3, 2016: REPLY TO CVM INQUIRY LETTER 517/2016-CVM/SEP/GEA-1, OF NOVEMBER 1, 2016

# COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127 MARKET ANNOUNCEMENT

### Reply to CVM Inquiry Letter 517/2016-CVM/SEP/GEA-1, of November 1, 2016

### **Ouestion asked by the Brazilian Securities Commission (CVM)**

Rio de Janeiro, November 1, 2016

To Mr. Fabiano Maia Pereira

**Investor Relations Director** 

Cia. Companhia Energética de Minas Gerais CEMIG

Av. Barbacena 1200 5th floor, B1 Wing, Santo Agostinho,

Belo Horizonte, Minas Gerais

CEP: 30190-131

Fax: (31) 3506-5026

Tel.: (31) 3506-5024

E-mail: ri@cemig.com.br

Subject: Request for information on decree

Dear Sir,

1. I refer to Minas Gerais State Decree NE 582 of October 26, 2016, published in the *Official Gazette* of Minas Gerais State, through which there was established a supplementary credit in favor of the investment budget of the Holding Company Companhia Energética de Minas Gerais Cemig, in the amount of R\$ 650,200,000.00.

- 2. I request you to clarify the transaction, and comment on any other information considered to be important relating to the subject.
- 3. The statement should be given through the Empresas.NET system, in the category: *Market Announcement*, under the sub-category: *Responses to consultations by CVM/Bovespa*; subject heading: *Minas Gerais State Decree NE 582 of October 26, 2016*; and should include a transcription of this letter.
- 4. We highlight that, under Article 3 of CVM Instruction 358/02 it is the responsibility of the Chief Investor Relations Officer to disclose to and advise the CVM, and as the case may be, the stock exchange and/or any organized over-the-counter market on which securities issued by the company are traded, of any material event or fact which takes place or is related to its business, and to make best efforts for its immediate and wide dissemination, simultaneously to all the markets in which such securities are traded.
- 5. We notify you that the Company Relations Supervision Management may, under Sub-item II of Article 9 of Law 6385/1976 and CVM Instruction 452/2007, apply a coercive fine of **R\$ 1,000** (one thousand Reais), without prejudice to other administrative sanctions, in the event of non-compliance with the demand made in this Official Letter within **24 hours** from becoming aware of the content of this communication, now sent by fax and by e-mail.

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### **Reply by CEMIG**

Dear Madam,

In response to Official Letter N° 517/2016-CVM/SEP/GEA-1, of November 1, 2016, we inform you that the budget supplementation decree published in the newspaper *Minas Gerais* complies with a legal procedural requirement. The publication obeys the legal requirements included in the following state laws: Law 21736 of August 4, 2015 (the Budget Directives Law, or LDO), Law 21971 of January 18, 2016 (the Annual Budget Law, or 2016 LOA), and Federal Law 4320 of March 17, 1964, in particular its Article 42.

Basically, Cemig is part of the investment budget of the companies controlled by Minas Gerais State, as specified in State Law 21736 of August 4, 2015. Due to this, following the orientations of Law 21971, Cemig prepared the annual budget proposal for the 2016 business year during July and August 2015. Considering that the dividends for the 2015 business year would be approved only after calculation of the net profit for the business year at the Annual General Meeting, which would take place in April 2016, the budget proposal referred to above was prepared with symbolic amounts for the distribution of dividends. Subsequently, to make the adjustments, Cemig asked the Central Corporate Governance Support Directorate of the State Finance Department for a supplementary budget decree, under Article 42 of Law 4320 of March 17, 1964.

We would point out that this budget process is carried out publicly and with transparency the principles followed by the public sector, as can be seen in the following links:

the public sector, as can be seen in the following links:

http://www.planejamento.mg.gov.br/banco-de-noticias-banco/3657-estado-disponibiliza-lei-de-diretrizes-orcamentarias-referente http://www.planejamento.mg.gov.br/banco-de-noticias-banco/3878-governador-sanciona-lei-orcamentaria-com-estimativas-de

http://politicaspublicas.almg.gov.br/

Cemig takes this opportunity of reiterating its commitment to opportune and timely disclosure of all and any facts that are of interest to its stockholders, in accordance with Article 2 of CVM Instruction 358/2002.

Belo Horizonte, November 3, 2016

Fabiano Maia Pereira

Chief Finance and Investor Relations Officer

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### 8. SUMMARY OF MINUTES OF THE 678TH MEETING OF THE BOARD OF DIRECTORS HELD ON NOVEMBER 11, 2016

# COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127 BOARD OF DIRECTORS

### **SUMMARY OF MINUTES**

### **OF THE**

### 678TH MEETING

Date, time and

November 11, 2016 at 9 a.m. at the Company s head office,

place:

Av. Barbacena 1200, 21st floor, Belo Horizonte, Minas Gerais, Brazil.

**Meeting** 

Chair: José Afonso Bicalho Beltrão da Silva;

**Committee:** 

Secretary: Anamaria Pugedo Frade Barros.

**Summary of proceedings:** 

I Conflict of interest: The Board Members listed below stated that they had no conflict of interest with the matters on the agenda of the meeting.

### II The Board approved:

1) The proposal of the Board member Samy Kopit Moscovitch that the members of the Board of Directors should authorize their Chair to call an Extraordinary General Meeting of Stockholders, to be held on December 20, 2016 at 11 a.m., and that in the absence of a quorum the Chair be authorized to make second convocation, within the legal period, to deal with:

the Report of Management and Adjusted Financial Statements for the year 2015; and

re-ratification of the allocation of the Net profit for 2015.

- 2) The Compliance Program for the 2016 2018 period;
- 3) Changes in the composition of the Committees of the Board of Directors.
- 4) The minutes of this meeting.
- **III The Board approved** the Report of Management and the Adjusted Financial Statements for the business year 2015, and the related complementary documents, also adjusted, and submitted them to the Extraordinary General Meeting of Stockholders.

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### IV The Board authorized:

1) Increase in the share capital of RME Rio Minas Energia Participações S.A. ( **RME** )

by up to two hundred thirty five million fifty three thousand four hundred thirty

five Reais and nineteen centavos,

through issuance of up to six hundred eighty three million three hundred four thousand nine

hundred fifty four

nominal shares without par value,

for issue price of R\$ 0.34399492322 per share,

of which one hundred seventy million eight hundred twenty six thousand two

hundred thirty nine are common shares

and five hundred twelve million four hundred seventy eight thousand seven

hundred fifteen are preferred shares,

increasing the total share capital

from two hundred eleven million nine hundred ninety eight thousand one

hundred eighty four Reais and seventy two centavos

to a maximum of four hundred forty seven million fifty one thousand six hundred nineteen

Reais and ninety one centavos,

with consequent subscription of the totality of the shares issued, resulting in the Company holding

an equity interest of up to 61.61% in the total capital of RME,

and the need to alter the head paragraph of Clause 5 of the by-laws of RME to reflect the increase in share capital.

2) Subscription by Cemig, in cash, of nominal shares without par value in RME,

in the amount of up to two hundred thirty five million fifty three thousand four hundred thirty

five Reais and nineteen centavos,

increasing the Company s holding in the share capital of RME

from 25% to a maximum of 61.61%.

3) Increase in the share capital of Luce Empreendimentos e Participações S.A. ( Lepsa )

by up to two hundred twenty eight million seven hundred thirty eight thousand

five hundred forty five Reais and three centavos,

through issuance of up to six hundred sixty seven million one hundred forty nine thousand and

sixty nominal shares without par value,

at issue price of R\$ 0.34285972768 per share,

of which: one hundred sixty six million seven hundred eighty seven thousand two

hundred sixty five will be common shares

and five hundred million three hundred sixty one thousand seven hundred

ninety five will be preferred shares,

increasing the total share capital

from two hundred eleven million six hundred ninety one thousand six hundred

ninety two Reais and fifty five centavos

to a maximum of four hundred forty million four hundred thirty thousand two hundred

thirty seven Reais and fifty eight centavos,

thus, consequently, subscription of the totality of the shares issued,

increasing the Company s holding in the share capital of Lepsa

to a maximum of 61.16%,

and requiring alteration of the head paragraph of Clause 5 of the by-laws of Lepsa to reflect the increase in the share capital.

4) Subscription by Cemig in cash, of nominal shares without par value in Lepsa,

in the amount of up to two hundred twenty eight million seven hundred thirty eight thousand

five hundred forty five Reais and three centavos,

increasing the Company s holding in the share capital of Lepsa

from 25% to a maximum of 61.16%.

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- V The Board submitted a proposal to the Extraordinary General Meeting of Stockholders for:
  - 1) Re-ratification of the allocation of the Net profit for the business year 2015, approved in the Ordinary and Extraordinary General Meetings of Stockholders held concurrently on April 29, 2016, the amount being adjusted from R\$ 2,491,375,000 to R\$ 2,468,500,000, the balance of Retained earnings remaining the same (R\$ 59,536,000), as follows;
    - a) R\$ 633,968,000 to be allocated as mandatory minimum dividend, to be paid to the Company s stockholders, as follows:

R\$ 200,000,000 in Interest on Equity, under Board Spending Decision (CRCA) 099/2015 of December 17, 2015, and CRD-432/2015, of January 4, 2016, in two equal installments, by June 30 and December 30, 2016, as part of the minimum mandatory dividend for 2016, the Executive Board to obey these dates and to decide the places and processes of payment,

to stockholders whose names were on the Company s Nominal Share registry on December 30, 2015 (the shares began to trade ex these rights on January 4, 2016); and

R\$ 433,968,000 in the form of dividends for the 2015 business year, to stockholders whose names were on the Company s nominal share registry on April 29, 2016, the date on which the Ordinary and Extraordinary General Meetings were held this year;

- b) R\$ 622,529,000 to be held in Stockholders equity in the Reserve for mandatory dividends not distributed, to be paid as and when the Company s financial situation permits;
- c) R\$ 1,250,843,000 to be held in Stockholders equity in the Retained earnings reserve, to provide funding for the Company s consolidated investments planned for 2016, in accordance with a capital budget; and
- d) R\$ 20,696,000 to be held in Stockholders equity in the Tax incentives reserve, for tax incentives earned in 2015 as a result of investments in the region of Sudene. The other terms related to the

payments of dividends decided in the Ordinary and Extraordinary General Meetings of Stockholders held concurrently on April 29, 2016 are unchanged.

2) Vote, by the Company s representatives at the Extraordinary General Meeting of Stockholders of Cemig Geração e Transmissão S.A. to be held on December 20, 2016, in favor of:

the Report of Management and the Adjusted Financial Statements for the year ended December 31, 2015, and the related complementary documents also adjusted; and

re-ratification of the allocation of the net profit for 2015, approved in the Annual General Meeting of April 29, 2016, reducing it from R\$ 2,337,663,000 to R\$ 2,316,273,000, the balance of Retained Earnings, of R\$ 47,761,000, being unchanged.

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VI The Board oriented the representatives appointed by the Company, in the Annual General Meetings of Stockholders of RME and Lepsa, to vote in favor of the matters referred to in Item V, above.

### **VIIIAbstention**

The Board member Patricia Gracindo Marques de Assis Bentes abstained from voting on the matters referred to in items III, IV, V and VI, above; and

the Board member Arcângelo Eustáquio Torres Queiroz abstained from voting on the matter referred to in Subclause 3 of Item II above.

**VIII Comments:** The following made comments on matters of interest to the Company:

The Chair:

Board member: Fabiano Maia Pereira;

Controller: Leonardo George de Magalhães;

Deloitte Touche Tohmatsu Auditores Independentes: Marcelo Salvador;

External advisor: João Roriz.

The following were present:

**Board members:** José Afonso Bicalho Beltrão da Saulo Alves Pereira

Silva, Junior,

Mauro Borges Lemos, Aloísio Macário Ferreira de Souza

Allan Kardec de Melo Ferreira,

Bruno Magalhães

Arcângelo Eustáquio Torres Queiroz, Menicucci,

Daniel Alves Ferreira Antônio Dirceu Araújo Xavier

Helvécio Miranda Magalhães Junior,

Bruno Westin Prado

José Pais Rangel, Soares Leal,

Marco Antônio de Rezende Teixeira, Car

Marco Antônio Soares da Cunha

Castello Branco,

Nelson José Hubner Moreira,

Ms. Patricia Gracindo Marques de

Assis Bentes

Carlos Fernando da Silveira Vianna,

Luiz Guilherme

Piva,

Marina Rosenthal

Rocha,

Ricardo Wagner Righi de Toledo,

Tarcísio Augusto

Carneiro,

Samy Kopit Moscovitch

Wieland

Silberschneider; Marcos Túlio de

Melo;

Audit Board: Rafael Amorim de Amorim,

Manuel Jeremias Leite Caldas,

Fabiano Maia Pereira;

Leonardo George de Magalhães;

Marcelo Salvador:

João Roriz;

Anamaria Pugedo Frade Barros.

Chief Officer:

**General Manager:** 

**Deloitte Touche Tohmatsu:** 

**External Advisor:** 

**Secretary:** 

(Signed) Anamaria Pugedo Frade Barros

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9. MARKET ANNOUNCEMENT DATED NOVEMBER 12, 2016: COMPLETION OF 20-F FORM FOR 2015

## COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127

### MARKET ANNOUNCEMENT

### **Completion of 20-F Form for 2015**

As part of its commitment to best corporate governance practices, and in accordance with CVM Instruction 358 of January 3, 2002, **Cemig** (*Companhia Energética de Minas Gerais*), a listed company with equity securities traded on the stock exchanges of São Paulo, New York and Madrid, **hereby informs the public as follows:** 

Cemig has now completed preparation of its 20-F Form for the year ended December 31, 2015 the 2015 20-F Form .

The Company intends to file the 2015 20-F Form with the U.S. Securities and Exchange Commission (SEC) on Monday, November 14, 2016, in the morning.

Cemig will keep its stockholders and the market duly informed on all new information related to this subject.

Belo Horizonte, November 12, 2016

Fabiano Maia Pereira

Chief Finance and Investor Relations Officer

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### 10. MARKET ANNOUNCEMENT DATED NOVEMBER 14, 2016: FILING OF 2015 20-F FORM WITH THE SEC

## COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127

### MARKET ANNOUNCEMENT

### Filing of 2015 20-F Form with the SEC

As part of its commitment to best corporate governance practices, and in accordance with CVM Instruction 358 of January 3, 2002, **Cemig** (*Companhia Energética de Minas Gerais*), a listed company with equity securities traded on the stock exchanges of São Paulo, New York and Madrid, **hereby informs the public as follows:** 

Today, November 14, 2016, Cemig has filed its 20-F Form for the business year ended December 31, 2015 with the U.S. Securities and Exchange Commission (SEC) and with the Brazilian Securities Commission (CVM), in English. The version of the 2015 20-F Form translated into Portuguese will be filed shortly with the CVM and made available on the Company s website.

The 2015 20-F Form in English can be accessed on the SEC site (www.sec.gov), or on the Investor Relations site of Cemig (http://ri.cemig.com.br).

Stockholders may receive a printed copy of the report including the financial statements for the business year ended December 31, 2015, free of charge, on request made via our Investor Relations site (http://ri.cemig.com.br), in the section *Informações Financeiras Relatórios SEC*.

For any further information on the 2015 20-F Form, please contact the Investor Relations Department, on +55 31 3506-5024 or by email on ri@cemig.com.br.

Belo Horizonte, November 14, 2016

Fabiano Maia Pereira

Chief Finance and Investor Relations Officer

Av. Barbacena 1200 Santo Tel.: +55 31 Fax +55 31 Agostinho 30190-131 Belo Horizonte, MG Brazil 3506-5024 3506-5025

### 11. MARKET ANNOUNCEMENT DATED NOVEMBER 18, 2016: REPLY TO CVM INQUIRY LETTER 3261/2016-SAE/GAE-2, OF NOVEMBER 17, 2016

## COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127 MARKET ANNOUNCEMENT

Reply to CVM Inquiry Letter 3261/2016-SAE/GAE-2, of November 17, 2016

### **Question asked by BM&FBovespa**

November 17, 2016

3261/2016-SAE/GAE 2

Companhia Energética de Minas Gerais CEMIG

At.: Mr. Fabiano Maia Pereira

**Investor Relations Director** 

Subject: Request for information on media news report

Dear Sirs,

A news item published by the newspaper *Valor Econômico* on November 17, 2016 contains, among other information, the following statement:

Companhia Energética de Minas Gerais (Cemig) is seeking a partner in the private sector in an attempt to keep control of three hydroelectric plants: Jaguara, Miranda and São Simão;

it intends, together with a private-sector partner, to pay the federal government the Concession Grant Fee for the plants which would total R\$ 10 billion.

We have not seen this information in the documents sent by your Company through the Empresas.NET System. If this is not the case, please state the document, the pages on which the information is to be found, and the date and time it was sent.

We would note that your Company should publish periodic or one-off information and other information of interest to the market, through the Empresas.NET System, ensuring it receives wide and immediate dissemination and equitable

treatment of investors and other market participants.

Having said this, we request explanation on the items indicated, by November 18, 2016, without prejudice to the provisions of the sole sub-paragraph of Article 6 of CVM Instruction 358/02, with your confirmation or otherwise, and any other information deemed to be important.

Your response should be given through the IPE Module, selecting the category *Material Announcement*, or the category *Market Announcement*; the Type: *Responses to consultations by CVM/Bovespa*; and Subject heading: *Media News Reports*. This will result in simultaneous transmission of the file to the BM&FBovespa and to the CVM.

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We note the obligation, stated in the sole sub-paragraph of Article 4 of CVM Instruction 358/02, to question managers and controlling stockholders of the Company to ascertain whether they may have knowledge of information that should be disclosed to the market.

The file to be sent should contain the question that is asked above, preceding your company s reply.

This request is made under the Cooperation Working Agreement made between the CVM and BM&FBovespa on December 13, 2011. Non-compliance with the request may make your company subject to an incentive fine by the Company Relations Management Unit (SEP) of the CVM, subject to CVM Instruction 452/07.

### **Reply by CEMIG**

In reply to Official Letter N° 3261/2016-SAE/GAE 2, of November 17, 2016, we inform you that it is the Company s intention to renew the concessions of the *Jaguara*, *Miranda* and *São Simão* plants, specified in concession contracts 007/1997, as has been widely publicized to the market, since 2013, through various Market Notices and Material Announcements.

In a dispatch of the Federal Supreme Court (STF) published on October 28, 2015 (Action for Provisional Remedy AC 3980), Supreme Court Justice Dias Toffoli made the following recommendation: In view of the complexity and importance of the debate raised by this case, and the need to encourage self-resolution within the judiciary, the Parties shall state whether they have interest in the holding of a conciliation hearing. Since then, the Company has been seeking courses of action to resolve the case.

During the conference call for publication of its results for the third quarter 2016, held on November 16, 2016, the Company informed the market that it continues to negotiate with the federal government, believing that it will find a positive solution for both parties.

The news report published in the newspaper *Valor Econômico*, which is the subject of the question asked in the above-mentioned official letter, reflects one of the alternatives for a solution that might make an agreement possible for maintaining the concessions referred to. It is only a course of action that the Company is considering an intention No transaction has been agreed, nor does it constitute a Material Event, in the terms of Article 2 of CVM Instruction 358/2002.

Cemig takes this opportunity of reiterating its commitment to opportune and timely disclosure of all and any facts that are of interest to its stockholders, in the terms of Article 2 of CVM Instruction 358/2002.

Belo Horizonte, November 18, 2016

Fabiano Maia Pereira

Chief Finance and Investor Relations Officer

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### 12. MATERIAL ANNOUNCEMENT DATED NOVEMBER 21, 2016: CAPITAL INCREASE IN RME AND LEPSA

### COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG

### LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127

### MATERIAL ANNOUNCEMENT

### Capital increase in RME and Lepsa

**Cemig** (*Companhia Energética de Minas Gerais*), a listed company traded on the stock exchanges of São Paulo, New York and Madrid, in accordance with CVM Instruction 358 of January 3, 2002, as amended, **hereby informs** the Brazilian Securities Commission (CVM), the São Paulo Stock Exchange (BM&F Bovespa S.A.) and the market in general, **as follows:** 

On today s date, General Meetings of Stockholders held by

RME Rio Minas Energia Participações S.A. (RME) and

Luce Empreendimentos e Participações S.A. ( Lepsa ), approved the following:

(i) Conversion, by RME, of 162,241,527 preferred shares, and by Lepsa, of 165,846,151 preferred shares, held by the following stockholders:

Banco Santander (Brasil) S.A. ( Santander ), BB Banco de Investimento S.A. ( BB BI )

and BV Financeira S.A. Crédito, Financiamento e Investimento ( BV ) into the same number of common shares.

(ii) Increase in the share capital of **RME**, by private subscription,

by up to R\$ 221,772,018.14 (two hundred twenty one million seven hundred seventy two

thousand eighteen Reais and fourteen centavos),

through issuance of up to 162,241,527 new common shares

and up to 486,724,579 new preferred shares,

all nominal shares without par value,

for issue price of R\$ 0.3417312799 per share; and

increase in the share capital of Lepsa, by private subscription,

by up to R\$ 225,946,197.37

(two hundred twenty five million nine hundred forty six thousand

one hundred ninety seven Reais and thirty seven centavos),

through issuance of up to 165.846.151 new common shares

and up to 497.538.451 new preferred shares,

all nominal shares without par value,

for issue price per share of R\$ 0.3405960838 this price having been set in accordance with Art.

170, §1°, Sub-item II of Law 6404/76, as amended;

all the shares issued to be in every way identical to the previously existing shares.

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(iii)	Such alterations to the by-laws of RME and	Lepsa as are	necessary t	to reflect the	changes in the	share capital	just
	approved.						

The following stockholders:

### Santander, BV, BB BI and Banco BTG Pactual S.A.

waived their right of first refusal to subscribe the shares issued, and Cemig opted to subscribe the totality of those shares.

As a result Cemig has increased its holding in the total share capital of RME from 25% to 60.65%, while continuing to hold a 50% equity interest in the voting shares of RME;

and has increased its holding in the total share capital of Lepsa from 25% to 61.06%,

while maintaining its 50% interest in the voting shares of Lepsa.

As a result the indirect interest held by Cemig in the share capital of Light S.A. (Light), through RME and Lepsa, has increased from 6.41% to 15.86%.

Cemig also has a directly-held stockholding interest of 26.06% in the share capital of Light.

Cemig will keep its stockholders and the market duly informed on all new information related to this subject.

Belo Horizonte, November 21, 2016.

Fabiano Maia Pereira

Chief Finance and Investor Relations Officer

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### 13. MARKET ANNOUNCEMENT DATED NOVEMBER 21, 2016: NEWS REPORT PUBLISHED IN THE MEDIA

## COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127

### MARKET ANNOUNCEMENT

### News report published in the media

Cemig (*Companhia Energética de Minas Gerais*), a listed company with securities traded on the stock exchanges of São Paulo, New York and Madrid, in accordance with CVM Instruction 358 of January 3, 2002, as amended, **hereby informs** the Brazilian Securities Commission (CVM), the São Paulo Stock Exchange (BM&F Bovespa S.A.) and the market in general **as follows:** 

With reference to the news report published by the *Estado de São Paulo* newspaper on November 20, 2016, to the effect that Cemig is preparing a further offering, to take place in early 2017, the Company reports that it is studying various possibilities for improving its debt structure, but that an issue of shares is not one of the options that has so far been studied.

Cemig takes this opportunity of reiterating its commitment to opportune and timely disclosure of all and any facts that are of interest to its stockholders, in the terms of Article 2 of CVM Instruction 358/2002.

Belo Horizonte, November 21, 2016.

Fabiano Maia Pereira

#### **Chief Finance and Investor Relations Officer**

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## 14. MATERIAL ANNOUNCEMENT DATED NOVEMBER 30, 2016: INCREASE IN STOCKHOLDING INTEREST

## COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127

#### MATERIAL ANNOUNCEMENT

#### INCREASE IN STOCKHOLDING INTEREST

**In continuity of its Material Announcement of September 7, 2016, Cemig** (*Companhia Energética de Minas Gerais*), a listed company traded on the stock exchanges of São Paulo, New York and Madrid, in accordance with CVM Instruction 358 of January 3, 2002, as amended, **hereby informs** the Brazilian Securities Commission (CVM), the São Paulo Stock Exchange (BM&F Bovespa S.A.) and the market in general, **as follows:** 

On today s date Cemig acquired all the 153,634,195 preferred shares held by

Banco BTG Pactual S.A. ( BTG ) in

RME Rio Minas Energia Participações S.A. ( RME ) and

Luce Empreendimentos e Participações S.A. ( Lepsa )

for consideration of R\$ 201,961,743.54

(two hundred and one million nine hundred sixty one thousand seven hundred forty three Reais and fifty four centavos).

This acquisition:

increases Cemig s holding in the total capital of **RME** from 60.65% to 66.27%, while its holding in the voting stock remains at 50%; and

increases Cemig s holding in the total capital of **Lepsa** from 61.06% to 66.62%, while its holding in the voting stock remains at 50%.

Cemig will keep its stockholders and the market duly informed on all new information related to this subject.

Belo Horizonte, November 30, 2016

#### Fabiano Maia Pereira

Chief Finance and Investor Relations Officer

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## 15. SUMMARY OF PRINCIPAL DECISIONS OF THE 679TH MEETING OF THE BOARD OF DIRECTORS HELD ON DECEMBER 6, 2016

## COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127 BOARD OF DIRECTORS

Meeting of December 6, 2016

#### **SUMMARY OF PRINCIPAL DECISIONS**

At its 679<sup>h</sup> meeting, held on December 6, 2016, the Board of Directors of **Cemig** (*Companhia Energética de Minas Gerais*) decided the following:

1. Guarantee for rollover of debt of Cemig GT.

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## 16. MARKET ANNOUNCEMENT DATED DECEMBER 7, 2016: REPLY TO CVM INQUIRY LETTER 554/2016-CVM/SEP/GEA-1, OF DECEMBER 6, 2016

## COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127 MARKET ANNOUNCEMENT

Reply to CVM Inquiry Letter 554/2016-CVM/SEP/GEA-1, of December 6, 2016

#### **Question asked by the Brazilian Securities Commission (CVM)**

Rio de Janeiro, December 6, 2016.

To Mr. Fabiano Maia Pereira

**Investor Relations Director** 

Cia. Energética de Minas Gerais CEMIG

Santo Agostinho

30130-145 Belo Horizonte, Minas Gerais

E-mail: ri@cemig.com.br

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cc: emissores@bvmf.com.br; ccarajoinas@bvmf.com.br; apereira@bvmf.com.br

Subject: request for information on news report

Dear Sir,

1. We refer to the report published on the G1 Portal on November 9, under the headline: TCU sees indications of over-invoicing of R\$ 3.4bn in construction of Belo Monte,

which contains the following statements:

The Federal Audit Court (TCU) has found indications of overinvoicing of R\$ 3.384 billion in the works on construction of the Belo Monte hydroelectric plant, in Pará. The Audit Court has given Norte Energia, the consortium responsible for the plant and for the Belo Monte Construction Consortium, which was contracted by Norte Energia to build it, 15 days to make a statement on the irregularities.

According to the Audit Court, of the total overinvoicing found, R\$ 2.893 billion is overpricing found in the civil engineering works, and a further R\$ 490 million relates to issues in the Second Amendment signed between Norte Energia and the Belo Monte Construction Consortium.

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At the time of the last update of this report the offices of Norte Energia had not responded to calls from G1.

Belo Monte is the world s third largest hydroelectric plant, after Three Gorges, in China, and Itaipu, built on the frontier between Brazil and Paraguay.

In view of the above, and the equity interest that Cemig holds in Norte Energia, we require you to make a statement in relation to this report and the possible impact on Cemig s financial statements, and to comment on any other information considered to be important on the subject.

- 3. This statement should be given through the Empresas.NET system, in the category: <u>Market Announcement</u>, under the sub-category: <u>Responses to consultations by CVM/Bovespa</u>; subject heading: <u>Media News Reports</u>, and should include a transcription of this letter.
- 4. We warn you that, by order of our Company Relations Supervision Management, using its legal powers under Sub-item II of Article 9 of Law 6385/1976 and CVM Instruction 452/07, a coercive fine of R\$ 1,000 (one thousand Reais) is applicable, without prejudice to other administrative sanctions, for non-compliance with the requirement contained in this Official Letter, within 24 hours from becoming aware of the content of this communication, which is sent exclusively by e-mail, notwithstanding the provisions of \$1 of Article 6 of CVM Instruction 358/02.

#### **Reply by CEMIG**

Dear Ms. Nilza Maria Silva de Oliveira,

In response to Official Letter 554/2016-CVM/SEP/GEA-1, of December 6, 2016, we inform you that the reports of the Federal Audit Board are public documents, and that we are not aware of any consequences arising from the matters stated in the above report.

Cemig ( the Company ) has an indirectly-held equity interest of 12.5% in Norte Energia S.A. ( Norte Energia ), the company that is the holder of the concession for commercial operation of the Belo Monte Hydroelectric Plant.

In relation to this indirect investment that the Company holds in Norte Energia, we inform you that as a result of the conclusions and results found by the independent investigation contracted by Eletrobras in projects and companies in which it has a stockholding interest, it was found to be necessary to adjust the financial statements of Norte Energia at December 31, 2015. The resulting effects for the Company were recognized by the equity method in proportion to the Company s stockholding interest.

This information is given in detail in the Company s financial statements for the year ended December 31, 2015, which were re-presented on November 12, 2016.

Belo Horizonte, December 7, 2016

#### Fabiano Maia Pereira

Chief Finance and Investor Relations Officer

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### 17. SUMMARY OF PRINCIPAL DECISIONS OF THE 680TH MEETING OF THE BOARD OF DIRECTORS HELD ON DECEMBER 15, 2016

# COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127 BOARD OF DIRECTORS

Meeting of December 15, 2016

#### SUMMARY OF PRINCIPAL DECISIONS

At its 680<sup>th</sup> meeting, held on December 15, 2016, the Board of Directors of **Cemig** (*Companhia Energética de Minas Gerais*) decided the following:

Guarantee in rollover of debt of Cemig GT; cancellation of CRCA (Board Spending Decision.

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## 18. NOTICE TO STOCKHOLDERS DATED DECEMBER 15, 2016: PAYMENTS OF DIVIDENDS AND INTEREST ON EQUITY: DECEMBER 29

## COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127 NOTICE TO STOCKHOLDERS

Payments of dividends and Interest on Equity: December 29

**Cemig** advises its stockholders that the payments of Interest on Equity and dividends previously scheduled to take place on December 20, 2016, as stated in the Notice to Stockholders of November 23, 2016, will now be made on December 29, 2016.

The other information in the said Notice to Stockholders of December 23, 2016 is unchanged.

Belo Horizonte, December 15, 2016

Fabiano Maia Pereira

Chief Finance and Investor Relations Officer

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### 19. CONVOCATION AND PROPOSAL OF EXTRAORDINARY GENERAL MEETING OF STOCKHOLDERS TO BE HELD ON DECEMBER 20, 2016

# COMPANHIA ENERGÉTICA DE MINAS GERAIS CEMIG LISTED COMPANY CNPJ 17.155.730/0001-64 NIRE 31300040127 EXTRAORDINARY GENERAL MEETING OF STOCKHOLDERS

#### **DECEMBER 20, 2016**

#### CONVOCATION

Stockholders are hereby called to an Extraordinary General Meeting of Stockholders to be held on December 20, 2016 at 11 a.m., at the company s head office, Av. Barbacena 1200, 21st floor, Belo Horizonte, Minas Gerais, Brazil, to decide on the following matters:

- Examination, debate and voting on the Report of Management and the Adjusted Financial Statements for the year ended December 31, 2015, and the related complementary documents also adjusted.
- 2 Re-ratification of the allocation of the Net profit for the business year 2015, approved in the Ordinary and Extraordinary General Meetings of Stockholders held concurrently on April 29, 2016, the amount being adjusted from R\$ 2,491,375,000 to R\$ 2,468,500,000, the balance of Retained earnings remaining the same (R\$ 59,536,000).
- 3 Orientation of vote by the representative(s) of the Company in the Extraordinary General Meeting of Stockholders of Cemig Geração e Transmissão S.A., also to be held on December 20, 2016, in favor of the following:

Examination, debate and voting on the Report of Management and the Adjusted Financial Statements for the year ended December 31, 2015, and the related complementary documents also adjusted; and

Re-ratification of the allocation of the Net profit for 2015, approved in the Ordinary Annual General Meetings of Stockholders held on April 29, 2016, the amount being adjusted from R\$ 2,337,663,000 to R\$ 2,316,273,000, the balance of Retained earnings remaining the same (at R\$ 47,761,000).

Any stockholder who wishes to be represented by proxy at the said General Meeting of Stockholders should obey the precepts of Article 126 of Law 6406 of 1976, and of the sole paragraph of Clause 9 of the Company s by-laws, by exhibiting at the time, or depositing, preferably by December 16, 2016, proofs of ownership of the shares, issued by a

depositary financial institution, and a power of attorney with specific powers, at Cemig s Corporate Executive Office (*Superintendência da Secretaria Geral*) at Av. Barbacena 1200 19th Floor, B1 Wing, Belo Horizonte, Minas Gerais.

Belo Horizonte, November 11, 2016

José Afonso Bicalho Beltrão da Silva

Chair of the Board of Directors

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#### **PROPOSAL**

#### BY THE BOARD OF DIRECTORS

#### TO THE

#### EXTRAORDINARY GENERAL MEETING OF STOCKHOLDERS

#### TO BE HELD ON DECEMBER 20, 2016

Dear Stockholders:

The Board of Directors of Companhia Energética de Minas Gerais Cemig:

Whereas

- a) the Company s financial statements for the business year ended December 31, 2015 were made available to the CVM (*Comissão de Valores Mobiliários*) on March 30, 2016 and approved by the Ordinary and Extraordinary General Meetings of Stockholders held concurrently on April 29, 2016;
- b) those financial statements were filed at the CVM with the following qualification by the external auditors: Absence of sufficient auditing evidence in relation to the investment, and the equity method gain (or loss) arising, in Amazônia Energia S.A., and Aliança Norte Energia Participações S.A., on December 31, 2015 and for the business year end on that date.

As mentioned in Notes 1 and 14 to the financial statements, the Company has an indirect investment in Norte Energia S.A. (Norte Energia), which is the subject of an investigation carried out by the stockholder Centrais Elétricas Brasileiras S.A. (Eletrobras). Due to that investigation not having been finalized, the audit examinations of the financial statements of Amazônia Energia S.A. and Aliança Norte Energia Participações S.A. (which have investments in Norte Energia S.A.), for the business year ended December 31, 2015, have not been concluded at today s date. Consequently, we have not obtained sufficient auditing evidence in relation to the investment held by the Company in Amazônia Energia S.A. and Aliança Norte Energia Participações S.A., valued by the equity method at R\$ 871,442,000 on December 31, 2015, and in relation to the equity loss reported by the equity method corresponding to R\$ 10,261,000 for the period ending on that date. ;

those Meetings of Stockholders approved the following allocation of the Net profit for 2015, of R\$ 2,491,375,000, and of the balance of Retained earnings of R\$ 59,536,000:

1) R\$ 633,968,000 as minimum mandatory dividends, as follows:

R\$ 200,000,000 in the form of Interest on Equity, under Board Spending Decisions CRCA 088/2015 of December 17, 2015, and CRD 432/2015, of January 4, 2016, to be paid in two equal installments, by June 30, 2016 and December 30, 2016, to stockholders on the Company s Nominal Share Registry on December 30, 2015, the Executive Board to obey the periods and to decide the places and processes of payment and to allocate the amount of the Interest on Equity against the minimum mandatory dividend (the shares began to trade ex these rights on January 4, 2016); and

R\$ 433,968,000 in the form of dividends for the 2015 business year, to stockholders of record on the date on which the Ordinary General Meeting is held.

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- 2) R\$ 633,967,000 to be held in Equity in the Reserve for mandatory dividend not distributed, to be paid as and when the Company s financial situation permits;
- 3) R\$ 1,262,280,000 to be held in Stockholders equity in the Retained earnings reserve, to provide funding for the Company s planned investments in 2016, in accordance with a capital budget; and
- 4) R\$ 20,696,000 to be held in Stockholders equity in the Tax incentives reserve, for tax incentive gains obtained in 2015 as a result of investments in the region of Sudene

payments of the dividends to be made by December 30, 2016, in accordance with the availability of cash and at the decision of the Executive Board:

- d) Cemig owns 100% of the share capital of Cemig Geração e Transmissão S.A. (Cemig GT), which in turn holds an equity interest of 74.50% in the total share capital of Amazônia Energia Participações S.A. (Amazônia Energia), which in turn holds 9.77% of the share capital of Norte Energia S.A. (Norte Energia);
- e) Cemig GT further holds 49.00% of the share capital of Aliança Norte Energia Participações S.A. (Aliança Norte), which in turn holds 9.00% of the share capital of Norte Energia;
- f) as a result of conclusion of investigations into Norte Energia, Cemig has adjusted the results of the said financial statements by the amount of R\$ 22,875,000, so that the Net profit for 2015 is adjusted from R\$ 2,491,375,000 to R\$ 2,468,500,000;
- g) due to this adjustment, it is necessary to re-ratify the allocation of the Company s net profit for 2015 (the impacts of this are restricted to the Retained earnings reserve, and the Reserve for mandatory dividends not distributed);
- h) Cemig GT is a wholly-owned subsidiary of the Company and will hold an Extraordinary General Meeting of Stockholders by December 20, 2016 to re-ratify the allocation of Net profit for the 2015 business year; and
- i) Clause 21, Paragraph 4, Subclause g of the by-laws of Cemig states:

Clause 21 .

§4 The following maters shall require a decision by the Executive Board: .

g) approval, upon proposal by the Chief Executive Officer, prepared jointly with the Chief Business Development Officer and the Chief Finance and Investor Relations Officer, of the statements of vote in the General Meetings of the wholly-owned and other subsidiaries, affiliated companies and in the consortia in which the Company participates, except in the case of the wholly-owned subsidiaries Cemig Distribuição S.A. and Cemig Geração e Transmissão S.A., for which the competency to decide on these matters shall be that of the General Meeting of Stockholders, and decisions must obey the provisions of these Bylaws, the decisions of the Board of Directors, the Long-term Strategic Plan and the Multi-year Strategic Implementation Plan. ;

do now propose to you as follows:

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#### Proposal:

- I) **Re-ratification** of the allocation of the Net profit for the business year 2015, approved in the Ordinary and Extraordinary General Meetings of Stockholders held concurrently on April 29, 2016, the amount being adjusted from R\$ 2,491,375,000 to R\$ 2,468,500,000, the balance of Retained earnings remaining the same (R\$ 59,536,000), as follows:
  - a) R\$ 633,968,000 to be paid to the stockholders as mandatory minimum dividend, as follows:

R\$ 200,000,000 as Interest on Equity, under Board Spending Decisions CRCA 088/2015 of December 17, 2015, and CRD 432/2015, of January 4, 2016, to be paid in two equal installments, by June 30, 2016 and December 30, 2016 to stockholders on the Company s Nominal Share Registry on December 30, 2015, and allocated as part of the mandatory minimum dividend, the Executive Board to obey the periods and to decide the places and processes of payment (the shares began to trade ex these rights on January 4, 2016); and

R\$ 433,968,000 as dividends for the 2015 business year, to stockholders on the Company s nominal share registry on April 29, 2016, the date on which the Ordinary and Extraordinary General Meetings were held this year;

- b) R\$ 622,529,000 to be held in Stockholders equity in the Reserve for mandatory dividends not distributed, to be paid as and when the Company s financial situation permits;
- c) R\$ 1,250,853,000 to be held in Stockholders equity in the Retained earnings reserve, to provide funding for the Company s planned investments for 2016, in accordance with a capital budget; and
- d) R\$ 20,696,000 to be held in Stockholders equity in the Tax incentives reserve, for tax incentives gains obtained in 2015 as a result of investments in the region of Sudene;

the other terms related to the payment of dividends decided in the Ordinary and Extraordinary General meetings of stockholders held, concurrently, on April 29, 2016 being unchanged.

- II) Orientation of the representative(s) of Cemig at the General Meeting of Stockholders of Cemig Geração e Transmissão S.A. to be held, also, on December 20, 2016, to vote in favor of the Report of Management and the Adjusted Financial Statements for the year ended December 31, 2015, and the related complementary documents also adjusted;
- III) Orientation of the representative(s) of Cemig at the General Meeting of Stockholders of Cemig Geração e Transmissão S.A. to be held, also, on December 20, 2016, to vote in favor of re-ratification of the allocation of the Net profit for 2015, approved in the Ordinary Annual General Meetings of Stockholders held on April 29, 2016, the amount being adjusted from R\$ 2,337,663,000 to R\$ 2,316,273,000, the balance of Retained earnings remaining the same (at R\$ 47,761,000).

As can be seen, the objective of this proposal is to meet legitimate interests of the stockholders and of the Company, and as a result Board of Directors hope that it will be approved by the Stockholders.

#### Belo Horizonte, November 11, 2016

Signed: José Afonso Bicalho Beltrão da Silva Marco Antônio de Rezende Teixeira

Mauro Borges Lemos Marco Antônio Soares da Cunha Castello Branco

Allan Kardec de Melo Ferreira Nelson José Hubner Moreira

Arcângelo Eustáquio Torres Queiroz Saulo Alves Pereira Junior

Daniel Alves Ferreira Aloísio Macário Ferreira de Souza

Helvécio Miranda Magalhães Junior Bruno Magalhães Menicucci

José Pais Rangel

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#### APPENDIX 1

#### OPINION OF THE AUDIT BOARD

The undersigned members of the Audit Board of Companhia Energética de Minas Gerais Cemig, in performance of their functions under the law and under the by-laws, have examined the Proposal made by the Board of Directors to the Extraordinary General Meeting of Stockholders to be held on December 20, 2016, which is for the following:

Re-ratification of the allocation of the Net profit for the business year 2015, approved in the Ordinary and Extraordinary General Meetings of Stockholders held concurrently on April 29, 2016, the amount being adjusted from R\$ 2,491,375,000 to R\$ 2,468,500,000, the balance of Retained earnings remaining the same (R\$ 59,536,000), as follows:

a) R\$ 633,968,000 to be allocated as mandatory minimum dividend, to be paid to the Company s stockholders, as follows:

R\$ 200,000,000 in the form of Interest on Equity, under Board Spending Decisions CRCA 088/2015 of December 17, 2015, and CRD 432/2015, of January 4, 2016, to be paid in two equal installments, by June 30, 2016 and December 30, 2016, to stockholders on the Company s Nominal Share Registry on December 30, 2015, and allocated as part of the mandatory minimum dividend, the Executive Board to obey the periods and to decide the places and processes of payment (the shares began to trade ex these rights on January 4, 2016); and

R\$ 433,968,000 in the form of dividends for the 2015 business year, to stockholders whose names were on the Company s nominal share registry on April 29, 2016, the date on which the Ordinary and Extraordinary General Meetings were held this year; and

- b) R\$ 622,529,000 to be held in Stockholders equity in the Reserve for mandatory dividend not distributed, to be paid as and when the Company s financial situation permits;
- c) R\$ 1,250,853,000 to be held in Stockholders equity in the Retained earnings reserve, to provide funding for the Company s planned investments planned for 2016, in accordance with a capital budget; and

R\$ 20,696,000 to be held in Stockholders equity in the Tax incentives reserve, for tax incentive gains obtained in 2015 as a result of investments in the region of Sudene

the other terms related to the payments of dividends decided in the Ordinary and Extraordinary General Meetings of Stockholders held concurrently on April 29, 2016 being unchanged.

The members of the Audit Board, after carefully analyzing the said proposal and further taking into account that the applicable rules governing the subject have been complied with, are of the opinion that the proposal should be approved by the said General Meeting of Stockholders.

Belo Horizonte, November 11, 2016.

Signed: Edson Moura Soares Manuel Jeremias Leite Caldas

Newton Brandão Ferraz Ramos Rafael Amorim de Amorim

Bruno Cirilo Mendonça de Campos

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#### 20. EARNINGS RELEASE: 2015 RESULTS

57

#### **2015 RESULTS**

#### **CEMIG REPORTS**

#### 2015 NET INCOME OF

#### **R\$ 2.469 BILLION**

#### Highlights

Cash flow, as measured by Ebitda: R\$ 4.9 billion in 2015

2015 Net revenue R\$ 21.2 billion

R\$ 1.7 billion contribution from CVA/Other financial tariff components in 2015

Gain on Aliança stockholding transaction R\$ 729 million in 2015

R\$ 1.2 billion provision for loss on investments in the year

Indicators (GWh)	2015	2014	Change %
Electricity sold, GWh (excluding CCEE)	56,904	63,470	10.35
Indicators R\$ 000	2015	2014	Change %
Sales on the CCEE	2,425	2,348	3.28
Net debt	11,732	11,610	1.05
Gross revenue	32,842	25,165	30.51
Net revenue	21,292	19,540	8.97
Ebitda (IFRS)	4,932	6,381	-22.71
Net income	2,469	3,137	-21.29
Profit per share	1.96	2.49	-21.29
Ebitda margin	22.72%	32.66%	-9.94p.a.

#### Conference call

#### **Publication of 2015 results**

#### Video webcast and conference call

March 30, 2016 Wednesday at 11 am (Brasília time)

This transmission on Cemig s results will have simultaneous translation into English and can be seen in real time by Video Webcast, at http://ri.cemig.com.br or heard by conference call on:

+ 55 (11) 2188-0155 (1st option) or

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#### **Disclaimer**

Certain statements and estimates in this material may represent expectations about future events or results, which are subject to risks and uncertainties that may be known or unknown. There is no guarantee that the events or results will take place as referred to in these expectations.

These expectations are based on the present assumptions and analyses from the point of view of our management, in accordance with their experience and other factors such as the macroeconomic environment, market conditions in the electricity sector, and expected future results, many of which are not under Cemig s control.

Important factors that could lead to significant differences between actual results and the projections about future events or results include Cemig s business strategy, Brazilian and international economic conditions, technology, Cemig s financial strategy, changes in the electricity sector, hydrological conditions, conditions in the financial and energy markets, uncertainty on our results from future operations, plans and objectives, and other factors. Due to these and other factors, Cemig s results may differ significantly from those indicated in or implied by such statements.

The information and opinions herein should not be understood as a recommendation to potential investors, and no investment decision should be based on the veracity, currentness or completeness of this information or these opinions. None of Cemig s professionals nor any of their related parties or representatives shall have any liability for any losses that may result from use of the content of this material.

To evaluate the risks and uncertainties as they relate to Cemig, and to obtain additional information about factors that could give rise to different results from those estimated by Cemig, please consult the section on Risk Factors included in the Reference Form filed with the Brazilian Securities Commission CVM and in the 20-F form filed with the U.S. Securities and Exchange Commission SEC.

#### Cemig stock price performance

Security	Ticker	Currency	Close of 2015	Close of 2014	Change in the period %
Cemig PN	CMIG4	R\$	5.97	12.40	-51.86%
Cemig ON	CMIG3	R\$	6.28	13.04	-51.84%
ADR PN	CIG	US\$	1.46	4.60	-68.38%
ADR ON	CIG.C	US\$	1.74	5.11	-65.96%
Ibovespa	Ibovespa		43,349	50,007	-13.31%
IEEX	IEEX		24,803	27,161	-8.68%

Source: Economática.

Trading volume in Cemig s preferred shares (CMIG4) totaled R\$ 10.93 billion in full-year 2015, a daily average of R\$ 44.46 million. At this level, Cemig continues to be one of the most liquid companies in the Brazilian electricity sector, and one of the most traded in the Brazilian capital markets.

On the New York Stock Exchange, the volume traded in ADRs for Cemig s preferred shares (CIG) in full-year 2015 was US\$ 3.11 billion. We see this as reflecting recognition by the investor market of Cemig as a global investment option.

The São Paulo stock exchange Ibovespa index was down 13.31% in 2015, closing the year at 43,349 points. The negative result directly reflects Brazil s current adverse economic phase.

Cemig s shares underperformed the Ibovespa. Over the year the price of Cemig s common shares (Cemig ON) declined 51.84%, and the preferred stock (Cemig PN) was down 51.86%. A major factor adversely affecting Cemig s stock price was the conclusion, with a judgment against Cemig, of the legal action on the *Jaguara* Hydroelectric Plant in the Higher Appeal Court (STJ), even though the case has now been taken to the Federal Supreme Court on an appeal. Other factors affecting the stock price in the year included: designation by the Mining and Energy Ministry (published September 15), of Cemig GT as responsible for operation of the *São Simão* hydroelectric plant under the quota regime; the fall in electricity consumption; the water supply crisis affecting the country; and the country s macroeconomic situation.

#### **Cemig: long term ratings**

This table shows credit risk ratings and outlook for Cemig s companies as provided by the principal rating agencies:

#### **Brazilian ratings:**

Agency	Cer	Cemig		Cemig D		Cemig GT	
	Rating	Outlook	Rating	Outlook	Rating	Outlook	
Fitch	AA (bra)	Negative	AA (bra)	Negative	AA (bra)	Negative	
S&P	brA	Negative	brA	Negative	brA	Negative	
Moody s	A2.br	Negative	A2.br	Negative	A2.br	Negative	
Clobal ratings:		-					

**Global ratings:** 

Agency	Cemig		Cemig D		Cemig GT	
	Rating	Outlook	Rating	Outlook	Rating	Outlook
S&P	BB	Negative	BB	Negative	BB	Negative
Moody s	Ba3	Negative	Ba3	Negative	Ba3	Negative

(Fitch gives only Brazilian not global ratings.)

On February 25, 2016, Moody s downgraded its Brazilian ratings for Cemig, its wholly-owned subsidiaries Cemig D and Cemig GT, and their debenture issues from Aa2.br to A2.br; and their global ratings from Ba1 to Ba3, changing the outlook to negative.

### Impact on the financial statements arising from the conclusions of the independent investigation into Belo Monte

Based on the conclusions and results identified by the internal independent investigation, which resulted in an adjustment reported in Nesa of R\$ 183 million, on December 31, 2015 Cemig recorded an adjustment of R\$ 23 million in the account line Investments, with counterpart in the Profit and loss account in the line Equity gain (loss) from subsidiaries, comprising: R\$ 21 million arising from the adjustment made by Cemig GT, and R\$ 2 million from the adjustment made by Light S.A. in accordance with the requirements of IAS-8 *Accounting Policies, Changes in Accounting Estimates and Errors*.

Considering that the independent internal investigation was concluded on a date subsequent to the approval of issuance of the financial statements for the year ended December 31, 2015 and the interim accounting information for the periods ended March 31 and June 30, 2016, the Management of Cemig and Cemig GT concluded that it was necessary to re-present the financial statements referred to and the Earnings Release.

#### **Adoption of IFRS**

The results presented below are prepared in accordance with the new Brazilian accounting rules, which embody a process of harmonization between Brazilian accounting rules and IFRS (International Financial Reporting Standards).

#### PROFIT AND LOSS ACCOUNTS

REVENUE       21,292,211       19,539,578       8.97         OPERATIONAL COSTS         Personnel       (1,435,001)       (1,252,458)       14.57         Employees and managers profit shares       (137,364)       (249,369)       -44.92	lidated R\$ 000	2015	2014	Change %
Personnel (1,435,001) (1,252,458) 14.57	NUE	21,292,211	19,539,578	8.97
	AATIONAL COSTS			
Employees and managers profit shares (137.364) (249.369) -44.92	inel	(1,435,001)	(1,252,458)	14.57
r - y	yees and managers profit shares	(137,364)	(249,369)	-44.92
Post-retirement liabilities (156,009) (211,916) -26.38	etirement liabilities	(156,009)	(211,916)	-26.38
Materials (69,522) (98,660) -29.53	als	(69,522)	(98,660)	-29.53
Raw materials and inputs for production of electricity (83,723) (282,447) -70.36	naterials and inputs for production of electricity	(83,723)	(282,447)	-70.36
Outsourced services (899,470) (953,033) -5.62	arced services	(899,470)	(953,033)	-5.62
Electricity purchased for resale (9,541,940) (7,428,381) 28.45	city purchased for resale	(9,541,940)	(7,428,381)	28.45
Depreciation and amortization (834,830) (800,918) 4.23	ciation and amortization	(834,830)	(800,918)	4.23
Operational provisions (1,401,455) (580,720) 141.33	tional provisions	(1,401,455)	(580,720)	141.33
Charges for use of national grid (998,756) (744,431) 34.16		(998,756)	(744,431)	34.16
Gas bought for resale (1,050,925) (254,488) 312.96		(1,050,925)	(254,488)	312.96
Infrastructure construction costs (1,251,836) (941,795) 32.92	ructure construction costs	(1,251,836)	(941,795)	32.92
Other operational expenses, net (457,159) (651,993) -29.88	operational expenses, net	(457,159)	(651,993)	-29.88
	•			
TOTAL COST (18,317,990) (14,450,609) 26.76	AL COST	(18,317,990)	(14,450,609)	26.76
Equity gain (loss) in subsidiaries 392,990 210,484 86.7	gain (loss) in subsidiaries	392,990	210,484	86.7
Fair value gain (loss) on stockholding transaction 729,442		729,442		
Gain (loss) on combination of businesses 280,945			280,945	
Operational profit before Financial revenue (expenses) and taxes 4,096,653 5,580,398 -26.59	·	4,096,653	5,580,398	-26.59
Financial revenues 1,469,277 592,684 147.90				147.90
Financial expenses (2,204,344) (1,693,672) 30.15	cial expenses	(2,204,344)	(1,693,672)	30.15
	•	, , , ,	, , , , ,	
Pretax profit 3,361,586 4,479,410 -24.95	k profit	3,361,586	4,479,410	-24.95
Current and deferred income tax and Social Contribution tax (892,583) (1,342,507) -33.51	nt and deferred income tax and Social Contribution tax	(892,583)	(1,342,507)	-33.51
NET INCOME FOR THE PERIOD 2,469,003 3,136,903 -21.29	NCOME FOR THE PERIOD	2,469,003	3,136,903	-21.29
Interest of the controlling stockholders 2,468,500 3,136,639	•			
Interest of non-controlling stockholder 503 264	st of non-controlling stockholder	503	264	
2,469,003 3,136,903 -21.29		2,469,003	3,136,903	-21.29
NET INCOME FOR THE PERIOD 2,491,878 3,136,903 -20.56	NCOME FOR THE PEDIOD	2 401 979	3 136 003	-20 56
7,471,676 3,130,703 -20.30	NCOME FOR THE LERIOD	2,491,070	3,130,903	-20.30
Fair value gain (loss) on stockholding transaction (573,182)	alue gain (loss) on stockholding transaction	(573,182)		
Transmission indemillionity revenue (235,421)		, ,	(235,421)	
Employment-law provision 2012 annual salary increase 84,091				
Equity method less Madeira Energia 167,022				
Gain (loss) on combination of businesses Gasmig (185,424)				

#### ADJUSTED NET INCOME FOR THE PERIOD

1,895,821

3,125,205

-39.34

\* AFAC = Advance against future capital increase.

#### Cemig s consolidated electricity market

The **Cemig Group** sells electricity through its distribution company, Cemig Distribuição (**Cemig D**), its generation and transmission company Cemig Geração e Transmissão (Cemig Generation and Transmission, or **Cemig GT**), and the wholly-owned subsidiaries Horizontes Energia, Termelétrica Ipatinga (up to January 2015), Sá Carvalho, Termelétrica de Barreiro, Cemig PCH, Rosal Energia and Cemig Capim Branco Energia (up to March 2015).

Total sales reported for Cemig s consolidated electricity market comprises sales to:

- (I) captive consumers in Cemig s concession area in the State of Minas Gerais;
- (II) Free Consumers in both the State of Minas Gerais and other States of Brazil, in the Free Market (*Ambiente de Contratação Livre*, or ACL);
- (III) other agents of the electricity sector traders, generators and independent power producers, also in the ACL;
- (IV) Distributors, in the Regulated Market (Ambiente de Contratação Regulada, or ACR); and
- (V) the Wholesale Trading Chamber (*Câmara de Comercialização de Energia Elétrica*, or CCEE) eliminating transactions between companies of the Cemig Group).

In 2015 this Cemig group sold a total volume of 56,903,594 MWh, which was 10.3% less than in 2014.

Overall, electricity consumption in 2015 was affected by adverse Brazilian political and economic circumstances; and, in the captive market, by the successive increases in electricity rates charged to consumers, associated with application of the Tariff Flag system resulting in significant increases in consumers electricity invoices.

Sales to distributors, traders, other generating companies and independent power producers totaled 10,831,194 MWh or 23.4% less than in 2014.

In December 2015 the Cemig Group invoiced 8,079,771 customers a growth of 0.9% in the customer base in the year since December 2014. Of these, 8,079,719 were final consumers (including Cemig s own consumption); and 52 were other agents of the Brazilian electricity sector.

This chart shows the breakdown of sales to final consumers of the Cemig Group in the quarter, by consumer category:

#### Total consumption of electricity (GWh)

The volume of electricity sold to final consumers of Cemig in 2015 was 10.35% lower than in 2014.

	MV	Average price 2015	Average price 2014		
Consolidated	2015	2014	Change, %	R\$	R\$
Residential	9,829,992	10,013,757	1.84	742.38	517.60
Industrial	22,968,931	26,025,584	11.74	251.67	184.18
Commercial, Services and Others	6,433,728	6,395,473	0.60	614.94	435.57
Rural	3,379,734	3,390,096	0.31	416.18	267.97
Public authorities	892,368	891,454	0.10	613.77	427.55
Public lighting	1,325,525	1,298,047	2.12	401.81	275.72
Public service	1,204,461	1,272,365	5.34	448.66	289.33
Subtotal	46,034,739	49,286,776	6.60	435.80	299.83
Own consumption	37,661	37,590	0.19		
Wholesale supply to agents in Free and Regulated Markets (*)	10,831,194	14,146,109	23.43	197.90	159.16
Total	56,903,594	63,470,475	10.35	395.87	271.50

### (\*) Includes Regulated Market Electricity Sale Contracts (CCEARs) and bilateral contracts with other agents. The electricity market of Cemig D

Electricity billed to captive clients and electricity transported for Free Clients and distributors with access to Cemig D s networks totaled 42,124 GWh in 2015, or 5.3% less than in 2014.

There are two components of this reduction: Consumption by the captive market 2.1% lower in the year; and use of the network by Free Clients 10.2% lower by volume.

Overall, consumption of electricity in 2015 was affected by adverse Brazilian political and economic circumstances; and, in the captive market, by the successive increases in electricity rates charged to consumers, associated with application of the Tariff Flag system, resulting in significant increases in consumers electricity invoices.

In December 2015 Cemig billed 8,079,645 consumers, or 0.9% more than in December 2014. Of this total, 422 are Free Consumers using Cemig D s distribution network.

Comments on the various consumer categories:

#### Residential

Residential consumption was 17.27% of the total volume of electricity transacted by Cemig, and totaled 9,830 GWh, or 1.84% less than in 2014.

Average monthly consumption per consumer in 2015 was 126.5 KWh/month, or 3.6% less than the average in 2014 (131.2 KWh/month) this is the first year-on-year reduction in this variable since 2008.

#### **Industrial**

Electricity used by captive industrial clients was 7.84% lower in total volume than in 2014, and the total of electricity transported for Free Clients was 10.0% lower.

The main Brazilian and international macroeconomic factors that could have influenced consumption by the industrial sector are:

*In Brazil:* Retraction of domestic demand, accumulation of inventories, idle manufacturing capacity, loss of competitiveness, reduction of the number of employees and/or reduction of the use of labor (e.g. forced vacations, shorter work shifts), lack of entrepreneur confidence, low levels of public and private investment, uncertainties in the Brazilian political and economic situation, high cost of corporate credit due to high interest rates, and banks being more selective in granting loans.

*International:* Lower exports due to lower external demand.

In manufacturing there was a reduction in consumption across all sectors led by: steel (2.0%), non-metallic minerals (7.7%), chemicals (9.6%), ferroalloys (44.6%), non-ferrous metals (10.8%), auto industry (16.1%), and textiles (11.9%).

The year-on-year comparison is affected by two factors in 2014: (i) a group of Free Clients migrated to the national grid; and (ii) some Free Clients stopped using the Cemig D network.

#### The electricity market of Cemig GT

One factor in Cemig GT s total sales volume in 2015 was termination of concession of plants. Following this change, payment for the output from these plants was redirected to the Physical Guarantee Quota regime, and to settlement on the spot market.

Cemig GT s market comprises sales of power as follows:

- (I) sales in the Free Market, to Free Clients, in Minas Gerais or other States;
- (II) sales in the Free Market to other agents in the electricity sector traders, generators and independent power producers;
- (III) sales to electricity distributors (in the Regulated Market); and

(IV) sales in the CCEE (Electricity Trading Chamber). The total supply billed by Cemig GT in 2015 was 29,966 GWh, or 15.6% less than in 2014.

Free Clients consumed 18,832 GWh in 2015, 11.8%% less than in 2014, reflecting:

termination of contracts with clients at the end of 2014 that were not renewed with Cemig GT; and

reduction of consumption by clients due to weak demand in the Brazilian economy, with lower domestic demand for goods and services, also affected by the speed of recovery of the international market.

Cemig GT added 28 new free market clients in 2015, mainly outside Minas Gerais.

Trading of electricity to other agents in the electricity sector in the Free Market totaled 6,443 GWh in 2015, 24.5% less than in 2014; and the total sold in the Regulated Market was 4,690 GWh, 16.9% less than in 2014.

#### Physical totals of transport and distribution MWh

	M		
Description	2015	2014	Change, %
Total energy carried	48,067,296	49,899,186	3.67
Electricity transported for distributors	361,487	355,204	7.84
Electricity transported for free clients	15,315,122	16,736,754	8.47
Own load			
Consumption by captive market	26,453,478	27,010,669	2.06
Losses in distribution network	5,933,209	5,816,560	2.01
OUALITY INDICATORS SAIDI AND SAIFI			