

INTERNAL REGULATIONS OF THE SUPERVISORY BOARD OF NEOENERGIA S.A.

Chapter I

INTRODUCTION

Article 1 - This Regulation seeks to gather and establish the basic principles that shall discipline, guide and organize operational procedures required for the operation of Neoenergia's Supervisory Board.

Chapter II

MISSION

Article 2 - The Supervisory Board's main mission is to monitor the actions of the Company's management bodies, subject to the means provided for in Brazilian Corporate Law and the contents of the Bylaws.

Article 3 - The Members of Supervisory Board are responsible for performing their roles in the exclusive interest of the Company, submitting the acts of the management bodies to critical assessment, to ensure compliance with legal and statutory duties by the Management.

Article 4 – The Supervisory Board also has the mission of informing the management bodies and the Shareholders' Meeting about matters within its jurisdiction, and the representative(s) of the Supervisory Board at the Shareholders' Meeting shall respond to requests for information made by shareholders.

Article 5 – Aspects related to good corporate governance practices, ethical values and respect for the community in which it operates shall guide its actions, striving to ensure that there is no conflict between its interests and those of the Company.

Chapter III

DECISIONS

Article 6- The Supervisory Board is only subject to Shareholders' Meetings.

Article 7- The members of the Supervisory Board are independent of each other in the performance of their roles.

Article 8- The role of the Member of Supervisory Board is non-delegable and shall be performed on a personal basis.

Article 9 - The Supervisory Board's decisions are made by majority vote.

Chapter IV

COMPOSITION

Article 10 - The Supervisory Board shall be composed of three (3) or five (5) full members and the same number of alternates.

Article 11 - A President shall be chosen by majority vote from among the members of the Supervisory Board.

Article 12 - Alternate Members of Supervisory Board shall replace the incumbents in the event of impediments, formal resignation, temporary or permanent absence.

Article 13 - Any Member who is unable to attend previously scheduled meetings shall inform the Company and other Members of the reason for their non-attendance by sending correspondence or email.

Chapter V

TERM OF OFFICE

Article 14 - The members of the Supervisory Board and their alternates shall hold their positions until the first Annual Shareholders' Meeting held after their election.

Article 15 - The members of the Supervisory Board shall be elected by the Shareholders' Meeting and shall have a term of office of one (1) year, with re-election permitted.

Article 16 - In the event of a vacancy, absence or impediment of an full member, the President, or in his/her absence, any of the other members, shall call the respective alternate to complete the term of office of the absent member.

Chapter VI

COMPENSATION

Article 17 - The compensation of the members of the Supervisory Board, when in effective exercise, shall comply with article 162 paragraph 3 of Law 6.404.

Article 18 - Alternate members, when called to attend the meeting in replacement of the full member, shall be paid the full amount of compensation due to the full member, and in this case the full member shall not be entitled to compensation for this period.

Chapter VII

JURISDICTION AND DUTIES

Article 19 – The powers of the Supervisory Board are set out in article 163 of Brazilian Corporate Law and in the Company's Bylaws.

Chapter VIII

MEETINGS

Article 20 - The meetings of the Supervisory Board shall be held at the Company's headquarters or at another location, provided that, in the latter case, there is consent from the majority of its full or alternate members, the latter when exercising the position of full member.

Article 21 - The Supervisory Board shall meet on an ordinary basis to: (i) give its opinion on the annual management report and the respective financial statements; and (ii) analyze the balance sheet and other financial statements prepared quarterly by the company, and extraordinarily if necessary. The Annual Calendar shall be approved by

the members of the Supervisory Board at the first meeting after their election, when the dates of the meetings shall be set.

Article 22 - In the event of clear urgency, an extraordinary meeting may be convened in a different way and within a different timeframe and all members shall be called.

Article 23 – The meetings of the Supervisory Board shall be preceded by an Agenda, which shall be sent in writing, at least two (2) business days in advance of the scheduled date of the Meeting to each Member, accompanied, when necessary, by informative material on the topics to be discussed.

Article 24 - Minutes shall be drawn up at each meeting, with the date, location, names of attending members of the Supervisory Board and decisions:

- I - The meeting minutes shall be read and formally approved, and shall be signed by all attending members.
- II - Dissenting votes shall be recorded and substantiated.
- III - Minutes shall be written clearly and record all discussions and decisions made, and preferably signed after the end of each meeting.
- IV - All Minutes shall be recorded in the Book of Minutes and Opinions of the Supervisory Board, which shall be validated by the Commercial Registry.

Chapter IX

SECRETARY AND ADVISORY SERVICES TO THE SUPERVISORY COUNCIL

Article 26 – The Supervisory Board shall elect a secretary by majority vote, who shall be responsible for:

- I – organize, under the guidance of the President, the agenda of matters to be discussed at each meeting, providing the documents necessary for the assessment of the items on the agenda;
- II – call meetings and send the agenda and documentation to the members on a timely basis;
- III – assist in meetings, distributing the material discussed, taking notes on debates and resolutions and preparing the respective minutes, which, after being signed, shall be delivered to each member;
- IV – issue and receive documentation relevant to the Supervisory Board;
- V – prepare documents to be signed by the President and other members of the Supervisory Board;
- VI – arrange, if necessary, for the minutes of the meetings of Supervisory Board to be registered with the Commercial Registry;

Chapter X

GENERAL PROVISIONS

Article 27 - Disclosure of information considered to be reserved and/or confidential by the Supervisory Board is prohibited.

Article 28 - These Bylaws may only be amended by the majority vote of its members.

Article 29 - The rules contained in these Bylaws shall reflect the contents of the Company's Bylaws and may not conflict with the provisions contained in Brazilian Corporate Law.

Rio de Janeiro, October 01, 2017