



**TRANSMISSORA ALIANÇA DE ENERGIA ELÉTRICA S.A.**

PUBLICLY-HELD COMPANY - CVM nº 2025-7

CNPJ/MF nº 07.859.971/0001-30

NIRE 33.3.0027843-5

**Material Fact**

TRANSMISSORA ALIANÇA DE ENERGIA ELÉTRICA S.A., publicly held company duly registered before the Brazilian Securities Exchange Commission (*Comissão de Valores Mobiliários*) ("CVM"), headquartered at Rio de Janeiro, Estado do Rio de Janeiro, Praça XV de Novembro, 20, salas 601 e 602, CEP 20010-010, Taxpayer ID No: 07.859.971/0001-30 which incorporation documents are filed before the trade chamber of the State of Rio de Janeiro under NIRE nº 33.3.0027843-5 ("Company"), pursuant to rule No 358, dated as of January 3, 2002, as amended, and to Article 7th, first paragraph, of Rule Nº471, dated as of August 8, 2008, as amended ("Rule CVM 471"), informs shareholders and the market in general the Company filed to the Brazilian Association of Entities of the Financial and Capital Markets (*Associação Brasileira das Entidades dos Mercados Financeiro e de Capitais*) ("ANBIMA") a request of previous analysis for the registration of a public offering to be placed with the firm commitment of the underwriters of initially 575,000 unsecured nominative and book entry debentures within the 4th issuance of the Company, with a nominal value at the issuance date of R\$1,000,00 each, corresponding to an aggregate amount of R\$575,000,000.00, divided in two series, placed (without considering green shoe and over allotment options) as follows: (1) 255,000 of first series debentures ("First Series Debentures") and (2) 320,000 ("Second Series Debentures" and, together with the First Series Debentures, "Debentures"), to be placed in accordance with CVM Rule No 400, dated as of December 29, 2003, ("CVM Rule No 400") as amended and carried out in compliance with CVM Rule No 471, with the ANBIMA applicable regulation, and, exclusively with respect to the First Series, with the tax incentives set forth under Article 2 of Law No 12,431, dated as of June 24, 2011, as amended ("Law 12,431"), under the coordination of certain financial institutions of the Brazilian distribution system ("Underwriters", including the lead underwriter) ( the "Offering"). The offering was approved by the shareholders of the Company on March 20, 2017 in accordance with Article 59 of Law Nº 6,404, dated as of December 15, 1976, as amended, ("Brazilian Corporate Law"). The offering will not start until: (a) the registration by the CVM; (b) the disclosure of the launching notice (*anúncio de início da Oferta*), and (c) the disclosure of the final offering memorandum. Additionally, the offering is subject to the market conditions and others. The notice to the market will be disclosed in accordance with Article 53 of the CVM Rule No 400 and will contemplate the following information: (a) characteristics of the Offering; (b) the places where the offering memorandum can be found; (c) the estimated dates for the disclosure of the offering next steps; (d) the conditions and the procedures for the bookbuilding. The Company will keep the market and its shareholders informed about the Offering.

**This material fact is disclosed for informative purposes only and shall not, under any circumstances, be construed as an investment recommendation. This material fact does not constitute an offer to sell or the solicitation of an offer to buy the Company's securities, including the Units, and shall not constitute an offer, solicitation or sale in any jurisdiction in**

**which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of that jurisdiction.**

Rio de Janeiro May 11, 2017

Marcus Pereira Aucélio  
Chief Financial and Investor Relations Officer  
**TRANSMISSORA ALIANÇA DE ENERGIA ELÉTRICA S.A.**