



EDP – ENERGIAS DO BRASIL S.A.

ANNUAL AND SPECIAL GENERAL MEETING
4/4/2018

Manual of Attendance in
Stockholders' Annual General Meetings



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Administration Message

Dear Stockholders,

EDP – Energias do Brasil S.A. (“EDPBR” or “Company”) is a holding that holds investments in the energy sector, consolidating assets of generation, commercialization, distribution, transmission and energy services.

EDPBR is mostly held by EDP Energias de Portugal S.A. (“EDPPT”), Portuguese company is one of the largest European operators in the energy sector.

EDPBR has its stocks listed in the New Market of B3 S.A. – Brazil, Exchange, Over the Counter (“B3”), and since July of 2005 has adhered to the highest corporate governance standards.

Reinforcing our commitment in maintaining the highest level of transparency with the Stockholders and based in our policy of good corporate governance practice, we make available this manual to better guide you, comprising information about the Annual and Special General Meeting (“General Meeting”).

In this sense, we invite the Stockholders to attend the General Meeting of this Company, to be held on **April 4, 2018, at 10:00 a.m.**, in our head office located in the City and State of São Paulo, at Rua Gomes de Carvalho No. 1996 – 8th floor, Vila Olímpia, CEP 04547-006, which Notice of Meeting is already available at the website of the Securities and Exchange Commission (“CVM”).

In the said General Meeting we will analyze the subjects provided in the said Notice of Meeting, which are: **1. Annual General Meeting:** (i) take administrators’ accounts, analyze, discuss and vote the report of the administration and the financial statements accompanied by the opinion of the independent external auditors, regarding the fiscal year ended on December 31, 2017; (ii) approve the allocation of the net profit, the distribution of dividends regarding the fiscal year of 2017 and the capital budget of the Company, pursuant to the terms of Article 196 of the Business Corporation Act; (iii) define the number of members of the Board of Directors and resolve on its election; and (iv) establish the global compensation of the administrators of the Company; **2. Special General Meeting:** (v) approve the adjustment of the Company’s Bylaws, in order to reflect the changes of the Listing Regulation of the New Market of B3 S.A. – Brazil, Exchange, Over the Counter (“B3”) in force since January 01, 2018.

Finally, we inform that we will count on the attendance of the Company’s Administration in the General Meeting, which may provide any information related to the subjects of the agenda.

We are looking forward to seeing you, Stockholders, and we expect that this manual is useful for your attendance.

Best Regards,

Miguel Nuno Simões Nunes Ferreira Setas
Chief Executive Officer and Investor Relations Executive Officer



EDP – ENERGIAS DO BRASIL S.A.

Publicly Held Corporation

CNPJ/MF No. 03.983.431/0001-03 NIRE 35.300.179.731

Notice of Meeting - 40th Annual and Special General Meeting

You are called to attend the **40th Annual and Special General Meeting** of EDP – ENERGIAS DO BRASIL S.A. (“Company”), to be held in **its head office, in the City of São Paulo, State of São Paulo, at Rua Gomes de Carvalho No. 1996 - 8th floor, Vila Olímpia, CEP 04547-006, at 10:00 a.m. on April 4, 2018**, to resolve on the following agenda: **1. Annual General Meeting:** (i) take administrators’ accounts, analyze, discuss and vote the report of the administration and the financial statements accompanied by the opinion of the independent external auditors, regarding the fiscal year ended on December 31, 2017; (ii) approve the allocation of the net profit, the distribution of dividends regarding the fiscal year of 2017 and the capital budget of the Company, pursuant to the terms of Article 196 of the Business Corporation Act; (iii) define the number of members of the Board of Directors and resolve on its election; and (iv) establish the global compensation of the administrators of the Company; **2. Special General Meeting:** (v) approve the adjustment of the Company’s Bylaws, in order to reflect the changes of the Listing Regulation of the New Market of B3 S.A. – Brazil, Exchange, Over the Counter (“B3”) in force since January 01, 2018.

The minimum percentage of interest in the voting stock required to the request for the system of multiple vote for election of members of the Board of Directors shall be 5%, according to CVM Instruction 165/91 amended by CVM Instruction 282/98. The request of the said process of multiple votes for election of members of the Board of Directors should be sent in writing to the Company within up to forty-eight (48) hours before the date scheduled to hold the General Meeting hereby called.

Stockholders may be represented by attorneys-in-fact, being recommended that the power of attorney, with notarization of signature in the event of stockholders residing in Brazil, or certified in the event of stockholders residing abroad, are filed with the head office of the Company within up to two (2) days before holding the General Meeting.

Stockholder, its legal representative or attorney-in-fact should attend the General Meeting with the proper documents of their identity, as well as receipt issued by the depository financial institution of the stocks they own or in custody according to article 10 of the Company’s Bylaws.

EDP Brasil, pursuant to the terms of the CVM Instruction 481/2009 shall adopt the system of the Distance Ballot Paper. The documents related to the subjects indicated in the agenda above, including the Distance Ballot Paper and the guidelines for its filing and submission were available for stockholders, for consultation, in the head office and at the website of the Company (www.edpbr.com.br/ri) and sent to B3 and to the Securities and Exchange Commission in compliance with the provisions of the applicable law.

São Paulo, March 05, 2018.

Antônio Luis Guerra Nunes Mexia
Chairman of the Board of Directors



Guidelines for attendance in the General Meeting

Stockholders may attend the General Meeting appearing in person in the head office of the Company, or may even exercise their right to vote from afar, pursuant to the terms of the CVM Instruction 482, as amended, as follows:

Stockholders - Individuals:

- Identification document with photo (ID Card, ID Card for Foreigners, Driver's License or employment record book officially recognized); and
- To take part in the General Meeting, stockholders should prove this quality, upon submission of the deposit receipt issued by the depository financial institution of the book-entry stocks issued no later than three (3) days before the date in which General Meeting was held.

Stockholders - Legal Entities:

- Certified copy of the Bylaws and last amendments or consolidated Articles of Association and corporate documents identifying the election of the legal representatives of the company, which grants representation powers (Minutes of Board of Directors' election);
- Identification document of the legal representative(s) with photo (ID Card, ID Card for Foreigners, Driver's License or employment record book officially recognized); and
- To take part in the General Meeting, stockholders should prove this quality, upon submission of the deposit receipt issued by the depository financial institution of the book-entry stocks issued no later than three (3) days before the date in which General Meeting was held.

Stockholders Represented by Power of Attorney

- In addition to the documents indicated above, stockholder may be represented by attorney-in-fact appointed for less than one (1) year, either being stockholder, Company's administrator, lawyer, financial institution or administrator of investment funds that represent the members of the condominium; and
- Identification document of the attorney-in-fact with photo (ID Card, ID Card for Foreigners, Driver's License or employment record book officially recognized).



Distance Ballot Paper ("BVD" or "Paper"):

In case stockholder opts for exercising its right to distance vote, pursuant to the terms of the CVM Instruction No. 481, as amended, it is indispensable that the fields of BVD are filled with stockholder's full name (or corporate name) and Registration Number with the Ministry of Finance, either legal entity (CNPJ) or individual (CPF), in addition to an e-mail address for eventual contact.

Besides, in order to this ballot paper be considered valid and the votes casted thereon are accounted in the quorum of the General Meeting:

- all fields of the BVD should be duly filled;
- all pages of the BVD should be initialed;
- in the end, stockholder and its legal representative(s), as the case may be, and pursuant to the terms of the effective law, should sign the BVD; and
- it shall not be required notarization of signatures attached to the Paper or their certification.

Delivery guidelines indicating the ability to send directly to the Company or send filling instructions to bookkeeper or custodian

Stockholder that opts for exercising its right to distance vote may: (i) fill in and send this paper directly to the Company, or (ii) give filling instructions to qualified service providers, according to guidelines below:

Voting exercise by service providers - Distance voting system

Stockholder that opts for exercising its distance voting right by service providers should give their voting instructions to their respective custodian agents, according to the rules they have established and, in turn, they will send such voting ballot to the Central Securities Depository of "B3". For such, stockholders should contact their custodian agents and verify the procedures they have established for the issuance of the voting instructions by Paper, as well as documents and information they have required for such.

Paper Delivery by the stockholder directly to the Company

The stockholder that opts for exercising its distance voting right may, alternatively, do it so directly to the Company and, for such, it should send the following documents to Rua Gomes de Carvalho, 1996, Vila Olímpia, CEP 04547-006, São Paulo – SP – Brazil, in care of the Investor Relations Board:

- Hard copy of this paper duly filled, initialed and signed; and
- Certified copy of the following documents:



- a.** to individuals:
 - i. identity card with stockholder's photo;
- b.** to legal entities:
 - i. last bylaws or consolidated articles of association and the corporate documents evidencing stockholder's legal representative; and
 - ii. identity card with legal representative's photo;
- c.** for investment funds:
 - i. last consolidated regulation of the fund;
 - ii. bylaws; and
 - iii. identity card with legal representative's photo;

Mailing and electronic address to send the distance ballot Paper, in case stockholder wishes to deliver the document directly to the Company

The Paper should be sent to Rua Gomes de Carvalho, 1996, Vila Olímpia, CEP 04547-006, São Paulo – SP – Brazil, in care of the Investor Relations Board.

Indication of the institution contracted by the Company to provide the bookkeeping service of securities with name, mailing and electronic address, telephone and contact person

Banco Itaú Corretora de Valores S.A., located at Avenida Brigadeiro Faria Lima No. 3,500, 3rd floor, São Paulo - SP.



Annex (Model of the Distance Ballot Paper)

DISTANCE BALLOT PAPER AGO - EDP - ENERGIAS DO BRASIL S.A. of 4/4/2018

Name
Stockholder´s CNPJ or CPF
Filling Guidelines <p>This paper should be filled in, if stockholder opts for exercising its distance voting right, pursuant to the terms of the CVM Instruction No. 481, as amended.</p> <p>In this case, it is indispensable that the fields above are filled with stockholder´s full name (or corporate name) and Registration Number with the Ministry of Finance, either legal entity (CNPJ) or individual (CPF), in addition to an e-mail address for eventual contact.</p> <p>Besides, in order to this ballot paper be considered valid and the votes hereby casted are accounted in the quorum of the General Meeting:</p> <ul style="list-style-type: none">- all fields below should be duly filled;- all pages should be initialed;- in the end, stockholder and its legal representative(s), as the case may be, and pursuant to the terms of the effective law, should sign the paper; and- it shall not be required notarization of signatures attached to the paper or their certification.

Delivery guidelines indicating the ability to send directly to the company or to send filling instructions to the bookkeeper or to the custodian <p>Stockholder that opts for exercising its right to distance vote may: (i) fill in and send this paper directly to the Company, or (ii) give filling instructions to qualified service providers, according to guidelines below:</p> <ul style="list-style-type: none">- Voting exercise by service providers - Distance voting system <p>Stockholder that opts for exercising its distance voting right by service providers should give their voting instructions to their respective custodian agents, according to the rules they have established and, in turn, they will send such voting ballot to the Central Securities Depository of BM&FBovespa. For such, stockholders should contact their custodian agents and verify the procedures by them should contact their custodian agents and verify the procedures they have established for the issuance of the voting instructions by paper, as well as documents and information they required for such.</p> <ul style="list-style-type: none">- Paper delivery by the stockholder directly to the Company <p>The stockholder that opts for exercising its distance voting right may, alternatively, do it so directly to the Company and, for such, it should send the following documents to Rua Gomes de Carvalho, 1996, Vila Olímpia, CEP 04547-006, São Paulo – SP – Brazil, in care of the Investor Relations Board:</p> <ul style="list-style-type: none">(i) Hard copy of this paper duly filled, initialed and signed;(ii) Receipt issued by the depository financial institution of the stocks they own; and(iii) Certified copy of the following documents:<ul style="list-style-type: none">(a) to individuals:<ul style="list-style-type: none">- identity card with stockholder´s photo;(b) to legal entities:<ul style="list-style-type: none">- last bylaws or consolidated articles of association and corporate documents that evidence stockholders´ legal representation; and
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- identity card with legal representative´s photo.
- (c) for investment funds:
 - last consolidated regulation of the fund;
 - bylaws; and
 - identity card with legal representative´s photo.

Indication of the institution contracted by the Company to provide the bookkeeping service of securities with name, mailing and electronic address, telephone and contact person

Itaú Corretora de Valores S.A. ("Itaú"), located at Rua Ururai No. 111 – Prédio B – Térreo – Tatuapé, São Paulo/SP CEP 03084-010. Contact by phone numbers (55 11) 3003-9285 (Capital and metropolitan regions) or 0800 7209285 (other locations).

Resolutions / Issues related to the AGO

Simple Resolution

1. Take the administrators´ accounts, analyze, discuss and vote the administration´s report and the financial statements accompanied by the independent external auditors´ opinion related to the fiscal year ended on December 31, 2017.
 Approve Reject Refrain

Simple Resolution

2. Approve the allocation of the net profit, the distribution of dividends related to the fiscal year of 2016 and Company´s capital budget, pursuant to the terms of Article 196 of the Business Corporation Act.
 Approve Reject Refrain

Simple Resolution

3. Define the number of 08 members of the Board of Directors (and resolve on their election).
 Approve Reject Refrain

Simple Resolution

4. Establish the global compensation of the Company´s administrators.
 Approve Reject Refrain

Simple Question

5. Do you want to request for the establishment of the Audit Committee, pursuant the terms of article 161 of Law No. 6,404 of 1976?
 Yes No Refrain

Simple Question

6. Do you want to request for the adoption of Multiple Vote, pursuant the terms of article 141 of Law No. 6,404 of 1976?
 Yes Reject Refrain

Simple Question

7. Do you want to request for the election separate from the member of the Board of Directors, pursuant to the terms of article 141, paragraph 4, item I of Law No. 6,404 of 1976.
 Yes No Refrain

Election of the board of directors by unique slate



EDP Board of Directors – Unique Slate
António Luis Guerra Nunes Mexia
Miguel Nuno Simões Nunes Ferreira Setas
Miguel Stilwell de Andrade
João Manuel Veríssimo Marques da Cruz
Pedro Sampaio Malan
Francisco Carlos Coutinho Pitella
Modesto Souza Barros Carvalhosa
Juliana Rozenbaum Munemori

8. Indication of all names that compose the slate - EDP Board of Directors - unique slate
 Approve Reject Refrain

9. If one of the candidates that compose the elected slate ceases to compose it, the votes corresponding to their stocks may continue being granted to the elected slate?
 Yes No Refrain

10. In case of adoption of multiple votes, do you want to distribute the vote adopted at percentages for candidates that compose the elected slate?
 Yes No Refrain

11. View of all candidates that compose the slate for indication of the percentage (%) of the votes to be attributed

ANTÓNIO LUIS GUERRA NUNES MEXIA %

MIGUEL NUNO SIMÕES NUNES FERREIRA SETAS %

NUNO MARIA PESTANA DE ALMEIDA ALVES %

JOÃO MANUEL VERÍSSIMO MARQUES DA CRUZ %

PEDRO SAMPAIO MALAN %

FRANCISCO CARLOS COUTINHO PITELLA %

MODESTO SOUZA BARROS CARVALHOSA %

JULIANA ROZENBAUM MUNEMORI %

City : _____

Date : _____

Signature : _____

Stockholder's Name
: _____

E-mail : _____



DISTANCE BALLOT PAPER
AGE - EDP - ENERGIAS DO BRASIL S.A. of 4/4/2018

Name
Stockholder´s CNPJ or CPF
Filling Guidelines <p>This paper should be filled in, if stockholder opts for exercising its distance voting right, pursuant to the terms of the CVM Instruction No. 481, as amended. In this case, it is indispensable that the fields above are filled with stockholder´s full name (or corporate name) and Registration Number with the Ministry of Finance, either legal entity (CNPJ) or individual (CPF), in addition to an e-mail address for eventual contact. Besides, in order to this ballot paper be considered valid and the votes hereby casted are accounted in the quorum of the General Meeting:</p> <ul style="list-style-type: none">- all fields below should be duly filled;- all pages should be initialed;- in the end, stockholder and its legal representative(s), as the case may be, and pursuant to the terms of the effective law, should sign the paper; and- it shall not be required notarization of signatures attached to the paper or their certification.

Delivery guidelines indicating the ability to send directly to the company or to send filling instructions to the bookkeeper or to the custodian <p>Stockholder that opts for exercising its right to distance vote may: (i) fill in and send this paper directly to the Company, or (ii) give filling instructions to qualified service providers, according to guidelines below:</p> <ul style="list-style-type: none">- Voting exercise by service providers - Distance voting system <p>Stockholder that opts for exercising its distance voting right by service providers should give their voting instructions to their respective custodian agents, according to the rules they have established and, in turn, they will send such voting ballot to the Central Securities Depository of BM&FBovespa. For such, stockholders should contact their custodian agents and verify the procedures by them should contact their custodian agents and verify the procedures they have established for the issuance of the voting instructions by paper, as well as documents and information they required for such.</p> <ul style="list-style-type: none">- Paper delivery by the stockholder directly to the Company <p>The stockholder that opts for exercising its distance voting right may, alternatively, do it so directly to the Company and, for such, it should send the following documents to Rua Gomes de Carvalho No. 1996, Vila Olímpia, CEP 04547-006, São Paulo – SP – Brazil, in care of the Investor Relations Board:</p> <ul style="list-style-type: none">(i) Hard copy of this paper duly filled, initialed and signed;(ii) Receipt issued by the depository financial institution of the stocks they own; and(iii) Certified copy of the following documents:<ul style="list-style-type: none">(a) to individuals:<ul style="list-style-type: none">- identity card with stockholder´s photo;(b) to legal entities:<ul style="list-style-type: none">- last bylaws or consolidated articles of association and corporate documents that evidence stockholders´ legal representation; and
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- identity card with legal representative´s photo.
- (c) for investment funds:
- last consolidated regulation of the fund;
- bylaws; and
- identity card with legal representative´s photo.

Indication of the institution contracted by the Company to provide the bookkeeping service of securities with name, mailing and electronic address, telephone and contact person

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Resolutions / Issues related to the AGE

Simple Resolution

1. Approve the adjustment of the Company´s Bylaws, in order to reflect the changes of the Listing Regulation of the New Market of B3 S.A. – Brazil, Exchange, Over the Counter ("B3") in force since January 01, 2018.

Approve Reject Refrain

City : _____

Date : _____

Signature : _____

Stockholder´s Name
: _____

E-mail : _____