



**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 instruction No 358, dated as of January 3, 2002, as amended, and to Article 7th, first paragraph, of Instruction No 471, dated as of August 8, 2008, as amended ("CVM Instruction 471"), informs shareholders and the market in general that 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 400,000 unsecured nominative and book entry debentures within the 5th issuance of the Company, with a nominal value at the issuance date of R\$ 1,000.00 each ("Debentures"), corresponding to an aggregate initial amount of R\$ 400,000,000.00. The aggregate initial amount may be increased due to the issuance (i) of additional debentures in accordance with the Article 24 of CVM Instruction No 400, dated as of December 29, 2003, as amended ("CVM Instruction 400") and/or (ii) additional debentures, pursuant to article 14, second paragraph of CVM Instruction 400. The offering of the Debentures will be carried out in compliance with CVM Instruction 400, CVM Instruction 471, the ANBIMA Regulation and Best Practices Code (*Código ANBIMA de Regulação e Melhores Práticas para as Atividades Conveniadas*), effective as of April 1st, 2015, the "ANBIMA Code of ANBIMA Regulation and Best Practices for Public Offerings and Acquisition of Securities Code (*Código ANBIMA de Regulação e Melhores Práticas para as Ofertas Públicas de Distribuição e Aquisição de Valores Mobiliários*), effective as of August 1<sup>st</sup>, 2016, and of the CVM/ANBIMA Agreement of Simplified Procedure for the Public Offering Registration regulated by CVM Instruction 471, entered into by and between CVM and ANBIMA, on August 20, 2008, as amended, and other applicable legal and regulatory provisions (the "Offering"). The Debentures will count with the tax incentives set forth under Article 2 of Law No 12,431, dated as of June 24, 2011, as amended, and will be distributed under the coordination of certain financial institutions of the Brazilian distribution system ("Underwriters"), and may also count on the participation of financial institutions, invited by the Underwriters, authorized to operate in the Brazilian capital market, to act as special participants and to participate in the placement of the Debentures with potential investors and clients. The Offering was approved by the Board of Directors Meeting, dated as of May 9, 2018 in which the terms and conditions of the Debentures were deliberated and approved, in accordance with Article 59 of Law No 6,404, dated as of December 15, 1976, as amended. The Offering will not start until: (a) the registration by the CVM; (b) the disclosure of the launching (*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 Instruction 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. More information regarding the Offering may be obtained

directly with the Company as well as through the Offering Notice (*Aviso ao Mercado*) and the Preliminary Offering Memorandum (*Prospecto Preliminar*) which shall be made available in due course and in compliance with the applicable regulation and its relevant conduct rules.

**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 18, 2018

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