



**COMPANHIA DE SANEAMENTO DE MINAS GERAIS - COPASA MG
PUBLICLY-HELD COMPANY**

CORPORATE REGISTRY ID (NIRE) 31.300.036.375

CORPORATE TAXPAYER'S ID (CNPJ) 17.281.106/0001-03

MINUTES OF THE ANNUAL AND EXTRAORDINARY MEETINGS HELD ON APRIL 28, 2009

1. Date, Time and Place: Held on April 28, 2009, at 03:00 P.M., at 3:00 pm, at the Company's headquarters, located on Rua Mar de Espanha 525, Santo Antônio, CEP 30330-270, in the City of Belo Horizonte, State of Minas Gerais. **2. Attendance:** Shareholders with voting rights attended, as per signatures on the Shareholders' Attendance Book. Also attended the meetings Mr. Ricardo Augusto Simões Campos, Chief Financial Officer and Investor Relations Officer; Paula Vasques Bittencourt, Head of the Chief Executive Officer's Office, and as guest, Mr. José Veloso Medrado, the Company's Legal Representative. **3. Call:** The Call Notice was published, pursuant to Article 124, of Federal Law 6,404/1976, in the Official Gazette of the State of Minas Gerais in the April 9, 13 and 14, 2009 editions, in the Estado de Minas newspaper in the April 9-11, 2009 editions, and in the Valor Econômico newspaper in the April 9-14, 2009 editions. **4. Presiding Board:** Mr. Ricardo Augusto Simões Campos, Chief Financial Officer and Investor Relations Officer, took the chair of the meeting, pursuant to Sole Paragraph of article 9 of the Company's Bylaws, who invited Ms. Paula Vasques Bittencourt to be his secretary. **5. Agenda:**

5.1. At the Annual General Meeting: (a) approval of the management annual report, balance sheet and financial statements related to the year ended 12/31/2008; (b) allocation of Company's net income for the year ended 12/31/2008, retaining part of the net income for reinvestment and payment of interest on equity (JCP) to be attributed to the amount of minimum mandatory dividend and to define the JCP payment date; (c) approval of the Investment Program of COPASA MG and its subsidiaries, referring to the fiscal years of 2009 and 2010, pursuant to article 196, paragraph 2, of Federal Law 6,404/76; (d) election of the members of the Board of Directors and of the Fiscal Council of the Company; **5.2. At the Extraordinary General Meeting:** (a) to amend the Company's Bylaws as follows: 1) Article 1 to Article 4, to comply with State Law 17,945 of December 22, 2008; 2) Article 5, increase in the Company's capital stock through the conversion of debentures of the second issue into common shares; and 3) Article 21, item "r" will have the following wording: Article 21: It is incumbent upon the Board of Directors: Item r: to propose for discussion at the General Meeting, the distribution of dividends and/or interest on equity and the allocation of the net income balance from each fiscal year, including employees' profit share in said net income; (b) to approve COPASA MG's dividends policy; (c) to set the compensation for the members of the Board of Directors, Fiscal Council and Board of Executive Officers; (d) to conduct the bidding process for the expansion of and improvements to the Sewage Treatment Station at the Ribeirão Arrudas basin (ETE Arrudas) for the average secondary treatment capacity of 3.375 m³/s, for a sum of up to R\$162,300,000.00 (one hundred sixty-two million, three hundred thousand reais); (e) to approve the negotiation and contracting of a loan from the German bank KfW to carry out sanitary sewage works and services in the Paraopeba River basin, in the amount of €100,000,000.00 (one hundred million euros) to match the Company's contribution of €20,000,000.00 (twenty

million euros), totaling €120,000,000.00 (one hundred twenty million euros); **(f)** to return as donation, the following property unduly donated to the Company: lot 1, block 3 in the Veredas da Serra neighborhood in the city of Gouveia, Minas Gerais; **(g)** to return to the municipality of Augusto de Lima as donation, the following properties: area of the C-02 well, rights of way and access ways to the C-02 well, located at BR-135 Highway in the municipality Augusto de Lima, Minas Gerais. **6. Resolutions: 6.1. At the Annual General Meeting:** After discussing the matters, the following resolutions were taken by vote of the attending shareholders: **(a)** to approve, by majority vote, the management report, the balance sheet and other financial statements of the Company related to the year ended 12/31/2008, as per publication in the Official Gazette of the State of Minas Gerais and the Estado de Minas newspaper in the 03/28/2009 edition and in the Valor Econômico newspaper in the 3/30/2009 edition; **(b)** to approve, by majority vote, the following allocation of the Company's net income related to the fiscal year ended 12/31/2008, in the amount of four hundred and seven million, seven hundred and eighty thousand, eighty-four Brazilian *reais* and twelve *centavos* (R\$407,780,084.12), according to the financial statements: **(i)** twenty million, three hundred and eight-nine thousand, four Brazilian *reais* and twenty-one *centavos* (R\$20,389.004.21) shall be allocated for the legal reserve; **(ii)** one million, two hundred and forty-nine thousand, eight hundred and seventy-nine Brazilian *reais* and sixty-three *centavos* (R\$1,249,879.63) shall be allocated for the fiscal incentive reserve; **(iii)** one hundred and fifteen million, eight hundred and sixty-one thousand, one hundred and eight Brazilian *reais* and twenty-nine *centavos* (R\$115,861,108.29), corresponding to the gross amount of one Brazilian real and one *centavo* (R\$1.01) per share, shall be allocated to the payment of interest on equity, which shall be attributed to the amount of minimum mandatory dividend for the year ended 12/31/2008, as a manner of maintaining the equivalency of total amount of credits of interest on equity with the amount of minimum mandatory dividends distributed over the net income earned in the year ended 12/31/2008, pursuant to the Company's Bylaws. A portion of this amount, that is, seventy-six million, nine hundred and thirteen thousand, one Brazilian *real* and eight *centavos* (R\$76,913,001.08) was approved at the Board of Directors' meetings held on 7/25/2008 and 9/19/2008 and attributed to shareholders on 08/04/2008 e 9/26/2008, respectively. The remaining amount of thirty-eight million, nine hundred and forty-eight thousand, one hundred and seven Brazilian *reais* and twenty-one *centavos* (R\$38,948,107.21), approved at the Board of Directors' meeting of 3/27/2009, was attributed to shareholders on 3/31/2009. The amounts declared, concerning the 2008 fiscal year, are subject to taxation, pursuant to the laws in force, and the amounts net of taxes shall be paid to shareholders, except for shareholders exempt, immune and discharged from such taxation, who present documentation evidencing their tax status. Interest on equity attributed to shareholders shall be due on 4/30/2009; **(iv)** two hundred and seventy million, two hundred and eighty thousand, ninety-one Brazilian *reais* and ninety-nine *centavos* (R\$270,280,091.99) shall be allocated for the retained profits reserve, as per capital budget contained in the Investment Program, pursuant to article 196, paragraph 2, of Federal Law 6,404/76, approved at this Meeting; **(c)** to approve, by majority vote, pursuant to article 196, paragraph 2, of Federal Law 6,404/76, and according to the proposal of the Board of Directors' meeting held on 12/19/2008, the change of the Investment Program of COPASA MG and its

subsidiaries, approved by the Annual General Meeting of 4/24/2008, as follows: i) 2009 fiscal year: COPASA MG, in the amount of eight hundred and fifty million Brazilian *reais* (R\$850,000,000.00), also authorizing the exercise in 2009 of the investment portion approved for 2008 and not exercised in the referred to year; COPASA Serviços de Saneamento Integrado do Norte e Nordeste de Minas Gerais S/A – COPANOR, in the amount of one hundred and ninety-six million Brazilian *reais* (R\$196,000,000.00); COPASA Águas Minerais de Minas S/A, in the amount of fourteen million and four hundred thousand Brazilian *reais* (R\$14,400,000.00); ii) 2010 fiscal year: COPASA MG, in the amount of eight hundred and forty-five million Brazilian *reais* (R\$845,000,000.00); COPASA Serviços de Saneamento Integrado do Norte e Nordeste de Minas Gerais S/A - COPANOR, in the amount of two hundred and ninety-two million Brazilian *reais* (R\$292,000,000.00). The funds related to COPANOR's Investment Program, for both fiscal years, shall be transferred by the State Government of Minas Gerais; **(d1)** to elect, by majority vote, after analysis of respective *curricula* and checking other relevant requirements, for holding the position as member of the Company's Board of Directors: **(i)** minority shareholders attending the meeting requested separate voting, pursuant to article 239, of Federal Law 6,404/1976, in which the candidate elected Mr. Roberto Diniz Junqueira Neto, a Brazilian citizen, married, business administrator, Individual taxpayer's register (CPF) 284.507.998-21, Identity card (RG) 25.931.292-7, domiciled in the City of São Paulo, State of São Paulo, at Rua Haddock Lobo, 1307, conj. 194, Jardins, nominated by the funds with voting right, represented by Mr. George Washington Tenório Marcelino; **(ii)** by majority vote, being re-elected the other Board members: **1.** Alberto Duque Portugal, Brazilian citizen, married, Agronomist, Identity card (RG) 378.585-SSP/MG, Individual taxpayer's register (CPF) 021.376.661-20, domiciled in the City of Belo Horizonte, State of Minas Gerais, at Av. José Cândido da Silveira, 2000, Cidade Nova; **2.** Enio Ratton Lombardi, Brazilian citizen, married, engineer, Individual taxpayer's register (CPF) 008.875.956-34, CREA 25432, domiciled in the City of Belo Horizonte, State of Minas Gerais, at Rua Mar de Espanha, 525, 3º andar, Santo Antônio; **3.** Euclides Garcia de Lima Filho, Brazilian citizen, married, physician, Individual taxpayer's register (CPF) 004.129.376-20, Identity card M-118.253 SSP/MG, domiciled in São João Del Rey, State of Minas Gerais, at Av. Tiradentes, 225, Centro; **4.** Flávio José Barbosa de Alencastro, Brazilian citizen, divorced, administrator, Individual taxpayer's register (CPF) 309.860.521-91, Identity card 608.252-SSP-DF, domiciled in Brasília, in the Federal District, SQN 307, bloco D, apartamento 301, Asa Norte; **5.** Geraldo de Oliveira Faria, Brazilian citizen, divorced, accounting technician, Individual taxpayer's register (CPF) 003.640.886-72, Identity card M-351.509-SSP-MG, domiciled in the City of Belo Horizonte, State of Minas Gerais, at Rua Mar de Espanha, 525, 3º andar, Santo Antônio; **6.** João Antônio Fleury Teixeira, Brazilian citizen, married, business administrator, Individual taxpayer's register (CPF) 158.470.046-72, Identity card M-8.074.300-SSP-MG, domiciled in the City of Belo Horizonte, State of Minas Gerais, at Rua Manaus, 467, 1º andar, Santa Efigênia; **7.** José Carlos Carvalho, Brazilian citizen, married, engineer, Individual taxpayer's register (CPF) 282.735.597-34, Identity card (RG) MG 10.735.933-SPP-MG, domiciled in the City of Belo Horizonte, State of Minas Gerais, at Rua Espírito Santo 495, 3º andar, Centro; **8.** Márcio Augusto Vasconcelos Nunes, Brazilian citizen, married, civil engineer, Individual taxpayer's register (CPF) 316.283.207-10, Identity

card 30.252-D CREA/RJ, domiciled in the City of Belo Horizonte, State of Minas Gerais, at Rua Mar de Espanha, 525, 3º andar, Santo Antônio; (iii) the elected Board members referred to in items 2, 3, 4 and 5 above, are independent members, as defined in article 13, paragraph 2 of the Company's Bylaws and in the New Market Listing Rules – BOVESPA (São Paulo Stock Exchange); (d.2) to elect, after analysis of respective *curricula* and checking of other relevant requirements to hold the positions as members of the Company's Fiscal Council: (i) the minority shareholders requested the separate vote, pursuant to article 240, of Federal Law 6,404/1976, having elected as sitting member of the Fiscal Council, Diogo Lisa de Figueiredo, Brazilian citizen, single, business administrator, Individual taxpayer's register (CPF) 289.529.149-99, Identity card (RG) 33.820.454-4, domiciled at Alameda Tietê, 208, apart. 33 - São Paulo/SP, and as his respective deputy, Fernando Bevilacqua e Fanchin, Brazilian citizen, married, business administrator, Individual taxpayer's register (CPF) 220.461.098-48, Identity card (RG) 25.285.511-5, domiciled at Rua Jacurici, 86, Itaim Bibi, São Paulo/SP; nominated by the funds with voting rights, represented by Mr. George Washington Tenório Marcelino; (ii) by majority vote, being re-elected the other shareholders: 1. as a sitting member of the Fiscal Council, Francisco Eduardo de Queiroz Cançado, Brazilian citizen, married, lawyer, Individual taxpayer's register (CPF) 445.427.126-72, Identity card M 2.785.331 SSP/MG, domiciled in Divinópolis/MG, at Av. 1º de Junho 200/305, Centro, and as his respective deputy member, César Raimundo da Cunha, Brazilian citizen, single, Individual taxpayer's register (CPF) 732.701.806-91, Identity card M-4.019.822-SSP-MG, domiciled in the City of Belo Horizonte, State of Minas Gerais, at Av. Afonso Pena, 1901, Centro; 2. as a sitting member of the Fiscal Council, Maron Alexandre Mattar, Brazilian citizen, single, businessman, Individual taxpayer's register (CPF) 069.384.186-91, Identity card M-2.465.630-SSP-MG, domiciled in Teófilo Otoni/MG, at Rua Epaminondas Otoni, 510, Centro, and as his respective deputy member, José Augusto Madureira, Brazilian citizen, married, business administrator, Individual taxpayer's register (CPF) 044.601.976-34, Identity card M-870.702 SSP/MG, domiciled in the City of Belo Horizonte, State of Minas Gerais, at Rua Gonçalves Dias, 1181, sala 1303, Funcionários; 3. as a sitting member of the Fiscal Council, Paulo Elisiário Nunes, Brazilian citizen, married, sociologist, Individual taxpayer's register (CPF) 417.587.906-44, Identity card M-2.093.547-SSP-MG, domiciled at Av. do Contorno 8100, apartamento 301, Santo Agostinho, in the City of Belo Horizonte, State of Minas Gerais, and as his respective deputy member, Sérgio Pessoa de Paula Castro, Brazilian citizen, married, lawyer, Individual taxpayer's register (CPF) 791.625.096-91, registered with the Brazilian Bar Association (OAB/MG) under no. 62.597, domiciled in the City of Belo Horizonte, State of Minas Gerais, at Av. do Contorno, 7069, conjunto 608/613, Lourdes; 4. as a sitting member of the Fiscal Council, Angelo Pereira Leite, Brazilian citizen, separated, business administrator, Individual taxpayer's register (CPF) 091.503.906-00, Identity card (RG) MG 2.382.252, domiciled in Carmo do Rio Claro/MG, at Rua Monsenhor Mário, 2; and as his respective deputy member, Eduardo de Mattos Paixão, Brazilian citizen, separated, Attorney of the State of Minas Gerais, Individual taxpayer's register (CPF) 344.598.636-34, registered with the Brazilian Bar Association (OAB/MG) under no. 30920, domiciled in the City of Belo Horizonte, State of Minas Gerais, at Rua Ramalhete, 576, apart. 301 – Serra. (d.3) The investiture of the Board of Directors and

Fiscal Council members elected herein is subject to: (i) the signature of the Statement of Consent of Managers and the Statement of Consent of Fiscal Council's Members, required by the New Market Listing Rules; (ii) the signature of investiture instrument drawn up in the applicable Company's books; and (iii) signature of clearance certificate pursuant to applicable laws. The terms of office of the members of Board of Directors and Fiscal Council elected herein shall expire at the Annual General Meeting that approves the accounts for the fiscal year to be ended on 12/31/2009; **6.2. At the Extraordinary General Meeting:** After concluding the discussion of matters related to the Annual General Meeting, the shareholders then started to discuss the matters pertaining to the Extraordinary General Meeting, and the following resolutions were taken by vote of attending shareholders: (a) the evaluation of item (i) of the call notice of the Extraordinary General Meeting, related to the change of the Company's Bylaws, was impaired, as the quorum for voting on the matter was not achieved, as set forth by article 135 of the Brazilian Corporation Law; (b) to approve, by majority vote, the dividend policy of COPASA MG, as follows: **1. 2008 Fiscal Year** - allocate the dividends as Interest on Equity at thirty percent (30%) of net income, adjusted by subtracting or adding the amounts specified in items I, II and III of Article 202 of Law 6,404/76. Pay the dividends on April 30, 2009. **2. 2009 Fiscal Year** - allocate the dividends as Interest on Equity at thirty-five percent (35%) of net income, adjusted by subtracting or adding the amounts specified in items I, II and III of Article 202 of Law 6,404/76. The allocation shall be made quarterly upon approval by the Board of Directors, and the calculation basis shall be the actual net income recorded in the first two months of the quarter and the estimated net income for the last month of the quarter. Dividends shall be paid within sixty (60) days after the approval of the allocation by the Board of Directors, except for the amount concerning the fourth quarter, which shall have its respective payment date established at the Annual General Meeting that approves the Financial Statements for the fiscal year. **3. 2010 Fiscal Year and subsequent fiscal years** - By the closing date of the first quarter of each fiscal year, the Board of Directors shall assess the Company's results, its investment perspectives and the performance of the Market Expansion Program and shall set forth the net income percentage, adjusted by subtracting or adding the amounts specified in items I, II and III of Article 202 of Law 6,404/76, to be distributed as dividends. The percentage to be proposed shall not exceed fifty percent (50%) and its allocation shall be made every quarter, having as basis for calculation the actual net income recorded in the first two months of the quarter plus the estimated net income for the last month of the quarter. The payment of dividends shall be made within sixty (60) days after the approval of the allocation by the Board of Directors, except for the amount concerning the fourth quarter, the payment date of which shall be established at the Annual General Meeting that approves the Financial Statements for the fiscal year. **Final Considerations** - Pursuant to the laws and the Company's Bylaws, it is important to note that the Board of Directors may propose to the Annual General Meeting, in any fiscal year, a reduction of the percentages to be distributed as Dividends or Interest on Equity whenever the Company's financial situation, future perspectives and its investment strategies, the macroeconomic conditions and other relevant factors so require. The dividend allocation policy herein proposed does not imply any change to the provisions that rule the profit sharing of COPASA's employees, which remains as approved by

the Board of Directors. **(c)** to approve, by majority vote, pursuant to articles 15, 25, and 33, paragraph 2, of the Company's Bylaws, the maintenance of the global budget for compensation comprising fees, paid leave, charges, profit sharing and other benefits of the members of the Company's Management in the amount of five million reais (R\$5,000,000.00), of which four million, three hundred and thirty thousand and one hundred Brazilian *reais* (R\$4,330,100.00) is for the Board of Executive Officers' members; five hundred and fifty-one thousand and six hundred Brazilian *reais* (R\$551,600.00) for the Board of Directors' members; and one hundred and eighteen thousand and three hundred Brazilian *reais* (R\$118,300.00) for the Fiscal Council's members. **(d)** to approve, by majority vote, the conduction of an administrative bidding process related to the implementation of the intermediate phase of the expansion and improvement works concerning the Sewage Treatment Station of the Ribeirão Arrudas basin (ETE Arrudas), for the secondary treatment average capacity of 3.375 m³/s (three dot three hundred and seventy-five cubic meters per second), including the corresponding supply of materials and equipment, in the amount of up to one hundred sixty-two million and three hundred thousand Brazilian *reais* (R\$162,300,000.00), with implementation deadline of twenty-four (24) months; **(e)** to approve, by unanimous vote, the negotiation and contracting of financing with the German bank KfW Entwicklungsbank (the Federation Development Bank), referring to the implementation of sanitary sewage works and services for depolluting the basin of Paraopeba River, in the amount of one hundred million Euros (€100.000.000,00), which together with the Company's consideration in the amount of twenty million Euros (€20.000.000,00) comprise the amount of one hundred and twenty million Euros (€120.000.000,00), an integral part of COPASA's Investment Program until 2012; **(f)** to approve, by majority vote, the donation of the property referring to the lot 1, block 3, of the Veredas da Serra neighborhood, in Gouveia, in the Alto Jequitinhonha District, to be returned to MMN Empreendimentos Imobiliários Ltda., enrolled with the Corporate Taxpayer's Register (CNPJ) under no 05.894.990/0001-72, as it was unduly donated to COPASA MG; **(g)** to approve, by majority vote, the donation of the properties related to the area of the C-02 well, rights of way and access ways to the C-02 well, in Augusto de Lima, in the Baixo Rio das Velhas District, to be returned to the Augusto de Lima municipality, as they have been donated to COPASA MG, and they are inactive for not being useful to the service; **7. Closure:** There being no further business to discuss, the meeting was adjourned for the time necessary to draw up these minutes, which were read, verified, found in compliance and signed by all attending shareholders, approved in the summary format, with publication omitting the shareholders' signature, pursuant to article 130, of Federal Law 6,404/1976. City of Belo Horizonte, April 28, 2009. Chairman: Ricardo Augusto Simões Campos; Secretary: Paula Vasques Bittencourt; and the following Shareholders: Estado de Minas Gerais (State of Minas Gerais), represented by the State Attorneys, Eduardo de Mattos Paixão and Roney Luiz Torres Alves da Silva; Paula Vasques Bittencourt; Ricardo Augusto Simões Campos; Alexandre Pedercini Issa; George Washington Tenório Marcelino, representing by proxy the following shareholders: Capital internat. Emerg. Markets fund; Emerging Markets Growth Fund Inc; Capital G. Em. Mark. Eq. Fund. For Tax. Exempt. Tru; Seligman Henderson Global Smaller CO Fund; Dow Employees Pension Plan; Macquarie Inv M Ltd R E W M P (Australia) - G S C E Portfolio; Russell

Investment Company Emerging; Markets Fund; Merrill Lynch Latin America Fund Inc; State of Wisconsin Invt. Board Master trust; State Street Emerging Markets; Virginia Retirement System; Public Employee Retirement System os Idaho; USAA Emerging markets Fund; Caisse de Depot et placement du Quebec; The DFA INV t CO ON BEH ITS S THE EM SLL Caps; American Airlines, INC master F. B. Trust; Philips Electronics N.A. Corp master Ret Tru; Robeco Capital Growth Funds; Ford Motor CO defined Benef Marter Trust; Mellon Global Funds, PLC; Frank Russell TR COM EMPL BEN FDS TR; The Board of Regents of the Unif. Of Texas; UPS Retirement Plan; Ascension Health Master Pension Trust; F E C Latin American Investment Trust PLC; Merril Lynch international Investment Funds; Microsoft Global Finance Limited; Emer Mkts Core EQ Port DFA Invest Dimens Grou; The Monetary Authoroty of Simgapore; Prudential Retirem Insurance and Annuity Comp; Trustees of The Estate of Bernice Pauahi Bishop DBA Kamehameha Sch; Talvest Global Small Cap Fund; IBM diversified Global Equity Fund; Eaton Vance structured Emerging Markets Fund; Emg Mkt Social Core Port of DFA Invest dimensions Group Inc; Sei Institutional Investment Trust – Small Cap Fund; Sei Inst Investment Trust – Small Cap Growth Portfolio; Sei Inst Investtrust – Smallmid Cap Equity Fund; Renoir Place Holdings, INC.; Phillips, Hager & North Community Values Global Equity Fund; Phillips, Hager & North Overseas Equity Pension Trust; Phillips, Hager & North Global Equity Fund; Buffalo International Fund; The Master Trust Boj, LTD. RE: Russell Global Envir. Tec. FD; Morgan Stanley Select Dimensions Investment Series – Utiliti; MSCI Emerging Markets Small Lending Common Trust Fund; Vanguard FTSE All-world Ex-Us Small-cap Index Fund Asovieif; Morgan Stanley Variable Investment Series, Utilities Portfol; Templeton Global Oportunities Trust; Norges Bank; Fiduciary Trust Internat of The South AS TR OF Temp Internat FDS, inc.; Foreign Smaller Comp Series (A series of templeton institutional fds, inc); Capital Guardian E M Eq Dc M Fd; Capital Guardian Em. Mkts. R. Eq. Fd. For Tax. E. Ts; Capital Guardian Emerg Mkts Equi Mast Fd; Laudus Rosenberg Intel Discovery Fund; Rb Fundamental 06 FIA; Rio Bravo Fundamental Macro FI Multimercado; Rb Fundamental LLC, Rb Fundamental - Fundo de Investimento em Ações; Guepardo Fundo de Investimento em Ações; Cheetah Equity Fund LLC; Clube de Investimento Guepardo - Megainvestidor, CSHG Carteira Administrada Real FIM; CSHG Star FIM; CSHG Verde Master FIM; CSHG Verde Equity Master FIA; e Green HG Fund LLC, the votes of which are filed at the Company.

This is a free English translation of the original instrument
drawn up in the Company's records.

Ricardo Augusto Simões Campos
Chairman

Paula Vasques Bittencourt
Secretary

Attending Shareholders	Number of shares	Number of votes
Estado de Minas Gerais (State of Minas Gerais)	61,188,867	61,188,867
Paula Vasques Bittencourt	290	290
Ricardo Augusto Simões Campos	4	4
Alexandre Pedercini Issa	400	400
Capital internat. Emerg. Markets fund	517,800	517,800
Emerging Markets Growth Fund Inc	1,444,800	1,444,800
Capital G. Em. Mark. Eq. Fund. For Tax. Exempt. Tru	11,400	11,400
Seligman Henderson Global Smaller CO Fund	30,300	30,300
Dow Employees Pension Plan	16,100	16,100
Macquarie Inv M Ldt R E W M P (Australia) – G S C E Portfolio	8,900	8,900
Russell Investment Company Emerging Markets Fund	84,100	84,100
Merrill Lynch Latin America Fund Inc	98,000	98,000
State of Wisconsin Invt. Board Master trust	64,187	64,187
State Street Emerging Markets	7,122	7,122
Virginia Retirement System	387,290	387,290
Public Employee Retirement System os Idaho	157,100	157,100
USAA Emerging markets Fund	119,100	119,100
Caisse de Depot et placement du Quebec	22,400	22,400
The DFA INV t CO ON BEH ITS S THE EM SLL Caps	75,300	75,300
American Airlines, INC master F. B. Trust	34,300	34,300
Philips Electronics N.A. Corp master Ret Tru	15,900	15,900
Robeco Capital Growth Funds	500,000	500,000
Ford Motor CO defined Benef Marter Trust	2,119	2,119
Mellon Global Funds, PLC	77,800	77,800
Frank Russell TR COM EMPL BEN FDS TR	31,800	31,800
The Board of Regents of the Unif. Of Texas	29,400	29,400
UPS Retirement Plan	38,926	38,926
Ascension Health Master Pension Trust	34,700	34,700
F E C Latin American Investment Trust PLC	75,000	75,000
Merril Lynch international Investment Funds	1,045,000	1,045,000
Microsoft Global Finance Limited	18,500	18,500
Emer Mkts Core EQ Port DFA Invest Dimens Grou	65,000	65,000
The Monetary Authoroty of Simgapore	121,800	121,800
Prudential Retirem Insurance and Annuity Comp	8,000	8,000
Trustees of The Estate of Bernice Pauahi Bishop DBA Kamehameha Sch	21,000	21,000
Talvest Global Small Cap Fund	5,000	5,000
IBM diversified Global Equity Fund	90,000	90,000
Eaton Vance structured Emerging Markets Fund	3,900	3,900
Emg Mkt Social Core Port of DFA Invest dimensions Group Inc	13,800	13,800
Sei Institutional Investment Trust – Small Cap Fund	61,700	61,700
Sei Inst Investment Trust – Small Cap Growth Portfolio	51,900	51,900
Sei Inst Investtrust – Smallmid Cap Equity Fund	111,700	111,700
Renoir Place Holdings, INC.	19,700	19,700
Phillips, Hager & North Community Values Global Equity Fund	5,600	5,600
Phillips, Hager & North Overseas Equity Pension Trust	172,800	172,800
Phillips, Hager & North Global Equity Fund	14,200	14,200
Buffalo International Fund	43,000	43,000
The Master Trust Boj, LTD. RE: Russell Global Envir. Tec. FD	37,000	37,000
Morgan Stanley Select Dimensions Investment Series - Utiliti	7,800	7,800
MSCI Emerging Markets Small Lending Common Trust Fund	5,202	5,202
Vanguard FTSE All-world Ex-Us Small-cap Index Fund Asovieif	1,300	1,300
Morgan Stanley Variable Investment Series, Utilities Portfol	18,600	18,600
Templeton Global Oportunities Trust	202,220	202,220
Norges Bank	390,856	390,856
Fiduciary Trust Internat of The South AS TR OF Temp Internat FDS, inc.	138,200	138,200
Foreign Smaller Comp Series (A series of templeton institutional fds, inc)	83,000	83,000
Capital Guardian E M Eq Dc M Fd	64,600	64,600
Capital Guardian Em. Mkts. R. Eq. Fd. For Tax. E. Ts	33,500	33,500
Capital Guardian Emerg Mkts Equi Mast Fd	40,000	40,000
Laudus Rosenberg Intel Discovery Fund	17,300	17,300
RB Fundamental – Fundo de Investimento em Ações	946,627	946,627
RB Fundamental 06 FIA	303,600	303,600
Rio Bravo Fundamental Macro FI Multimercado	15,200	15,200
RB Fundamental LLC	205,902	205,902
Guepardo Fundo de Investimento em Ações	1,675,700	1,675,700
Cheetah Equity Fund LLC	86,800	86,800
Clube de Investimento Guepardo - Megainvestidor	329,350	329,350
CSHG Carteira Administrada Real FIM	17,600	17,600
CSHG Star FIM	4,800	4,800
CSHG Verde Master FIM	650,600	650,600
CSHG Verde Equity Master FIA	206,300	206,300
Green HG Fund LLC	229,300	229,300
Total	72,657,362	72,657,362

City of Belo Horizonte, April 28, 2009

This is a free English translation of the original instrument drawn up in the Company's records

Ricardo Augusto Simões Campos
Chairman

Paula Vasques Bittencourt
Secretary