



**CENTRAIS ELÉTRICAS DE SANTA CATARINA S.A.**  
PUBLICLY HELD COMPANY  
CNPJ no. 83.878.892/0001-55  
NIRE 42300011274

**MATERIAL FACT**

**Shareholders' Agreement**

CENTRAIS ELÉTRICAS DE SANTA CATARINA S.A. (CELESC) (BM&FBOVESPA: CLSC3, CLSC4; OTC: CEDWY), publicly held company, traded on BM&FBOVESPA, listed under Level 2 of Corporate Governance, hereby informs that the Shareholders' Agreement between the State of Santa Catarina and Celos has been filed with the Company since January 19, 2016.

The purpose of said Agreement is to discipline relations between the PARTIES, as holders of shares with voting rights, the rules of conduct of the PARTIES and their representatives, specifically in relation to the establishment of the general principles of management of COMPANY and the election of the Executive Board, in addition to setting the remuneration of the members of the Board of Directors, the Executive Board, and the composition and functioning of the Board of Directors and the Audit Committee.

Florianópolis, January 21, 2016.

**José Carlos Oneda**

CFO and Investors Relations Officer

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