



COMPANHIA PARANAENSE DE ENERGIA - COPEL
CNPJ/MF nº 76.483.817/0001-20
COMPANHIA DE CAPITAL ABERTO



CVM Register # 1431-1
SEC (CUSIP) Register # 20441B407 – Preferred Shares “B”
SEC (CUSIP) Register # 20441B308 – Common Shares
LATIBEX Register # 29922 – Preferred Shares “B”

EXTRAORDINARY SHAREHOLDERS' MEETING CALL NOTICE

The shareholders of this Company are summoned for the Extraordinary Shareholders' Meeting to be held at the Company's headquarters located at Rua Coronel Dulcídio nº 800 – 10º andar, in the city of Curitiba, on February 19th, 2004, at 2:00 pm, to deliberate about the following issues:

1. Amendments to the Company's Bylaws:

- a) Articles 15 (new clause III) and 20, clause XIII and paragraph 8, item “f” – Adjustment in the procedure to appoint administrators and representatives in the companies where the Company or its Wholly-owned Subsidiaries have participation;
- b) Article 15 – new clause VI establishes that the Internal Audit is subordinated to the Board of Directors; and new clause XV creates assisting and supporting services specifically oriented to the Board of Directors and to the Fiscal Board;
- c) Articles 17, 20, paragraphs 1 and 4 and 21 to 28 – Adequacy of the Board of Executive Officers regarding nomenclature, number of members and attributions, according to the Company's new organizational structure;
- d) Article 20, clauses XII and XIII and paragraphs 7 and 8, item “g” – Elimination and/or adequacy of transitory dispositions, which have been included during the creation of Wholly-owned Subsidiaries;
- e) Article 6 (new paragraph) and 38 – Adequacy according to applicable legislation;
- f) Article 14 – Authorization for summoning the Board of Directors also through facsimile or email;
- g) Article 30 – Definition that the establishment of the compensation criterion for administrators will be a responsibility of the Shareholders' Meeting;

- h) Article 32 (inclusion of single paragraph) – Definition of the procedure to elect the chairman of the Fiscal Board;
- i) Inclusion of new articles (41 and 42) – Transitory dispositions resulted from the Company’s reunification process;
- j) Renumbering and grammar revision of necessary articles, paragraphs and clauses and;
- k) Consolidation of the Company’s Bylaws.

The Bylaws, already including proposed amendments, are available for consultation at the Company’s headquarters.

Curitiba, February 4th, 2004.

Paulo Cruz Pimentel
Executive Secretary
of the Board of Directors

