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1.1 – Brief history: briefly describe the issuer's history**History**

Centrais Elétricas do Sul do Brasil S.A. (Eletrosul) was created in 1968 as the third regional subsidiary of Centrais Elétricas Brasileiras S.A. (Eletrobras), then a state-owned company supplying energy to the states of Paraná, Santa Catarina and Rio Grande do Sul (its area of activity was expanded in 1980, with the inclusion of the State of Mato Grosso do Sul). Eletrosul and the other Eletrobras companies were included in the National Privatization Program (PND), through Decree No. 1,481, of May 3, 1995. On December 23, 1997, Eletrosul was partly split: electricity generation assets were transferred to a new company named "Centrais Geradoras do Sul do Brasil S.A." (Gerasul). The assets transferred to Gerasul, at the time of the split, amounted to around 70% of the spun-off net assets.

After the 1997 split, Eletrosul remained exclusively responsible for electricity transmission activities and Gerasul began to operate exclusively in electricity generation and sale, and both companies were controlled by Eletrobras.

In January 1998, the controlling interest in Gerasul passed to Eletrobras Geração S.A. (Eletroger), a company that originated in the partial spin-off of Eletrobras' assets. In April of the same year, Eletroger incorporated its Gerasul subsidiary and started using the corporate name previously used by the merged company.

On May 28, 1998, the Company, as defined below, was registered as a publicly held company with Brazil's Securities and Exchange Commission – CVM under no. 1732-9.

In an auction held on the Rio de Janeiro Stock Exchange on September 15, 1998, ENGIE Brasil Participações Ltda. (current name of GDF SUEZ Energy Latin America Participações Ltda.), which now belongs to the ENGIE Economic Group (new name of GDF SUEZ), acquired the controlling interest in Gerasul, represented at the time by 227,095,639,468 common shares corresponding to 50.01% of Gerasul's voting share capital, for which it paid R\$946 million (historical value).

In February 2002, Gerasul changed its corporate name to "Tractebel Energia S.A."

The Company has participated in B3's Corporate Sustainability Index (ISE) portfolio since it was first listed on the Novo Mercado segment, in 2005.

In July 2016, its corporate name was changed to ENGIE Brasil Energia S.A. ("ENGIE" or "Company"), so as to use the same name as its controlling economic group in Europe, which was changed from GDF SUEZ to ENGIE S.A. As a result of this change, the Company's shares started trading on B3 under its new trading name "ENGIE BRASIL", and its "EGIE3" ticker replaced the former "TBLE3" ticker. In the U.S. over-the-counter market, the ticker was renamed "EGIEY".

In order to speed the transition to a carbon neutral economy by encouraging its customers to decarbonize, ENGIE has become an investment platform for energy infrastructure, thus diversifying its business and prioritizing growth through renewable energy generation sources.

The Company's diversification began to materialize more significantly when it successfully bid for Lot 1 of Transmission Auction No. 02 on December 15, 2017, held by Brazil's National Electricity Agency (Aneel), including the construction, assembly, operation and maintenance of approximately 1,000 kilometers of transmission facilities and five substations in the State of Paraná (PR) for a 30-year concession period.

Another important step was taken as from January 2018, when the Company began trading energy in order to take market positions related to varying electricity prices, within pre-determined risk and counterparty limits.

Activities were further expanded in April 2019, when ENGIE, together with another ENGIE S.A. subsidiary and the Canadian fund "Caisse de Dépôt et Placement du Québec" (CDPQ), won the bidding process on the sale of Brazil's largest natural gas carrier, "Transportadora Associada de Gás S.A." – TAG ("TAG"). TAG operates approximately 4,500 km of high-pressure gas pipelines across 10 states in the North, Northeast and Southeast of the country, with firm contracted capacity to supply more than 70 million m³ of gas daily.

With TAG, the Company consolidated its position as an investment platform for energy infrastructure, in line with its proposal to diversify its operations.

In addition to this move, another important step, in March 2020, was the acquisition of Novo Estado Energia, holder of the concession for construction, operation and maintenance of 1,800 kilometers of power transmission lines in the states of Pará and Tocantins.

Since 2015, in line with the Group's business strategy, ENGIE Brasil Energia has been directing its activities towards the generation of renewable energy, transportation of natural gas, and electricity transmission infrastructure. In October 2021, it completed the sale of Jorge Lacerda Thermoelectric Complex, which accounts for some 75% of the Company's greenhouse gas emissions.

In February 2022, continuing its decarbonization process, ENGIE Brasil Energia acquired the Paracatu and Floresta photovoltaic complexes. This process required the setup of an Independent Special Committee for Related-Party Transactions, which, after due assessment, recommended the acquisition of these assets in its report to the Company's Board of Directors.

In September 2022, the Company took another important step towards total decarbonization of its portfolio by selling the Pampa Sul Thermoelectric Power Plant, the last coal-fired power generation asset in its portfolio, thus advancing its strategy of generating 100% of its energy from renewable sources. The sale transaction was concluded on May 31, 2023.

On November 6, 2023, the Company's Board of Directors approved its 11th issue of simple debentures for funding being partly incentivized and partly institutional debentures. The funds raised by the Issuer through the incentivized debentures will be allocated to pay future expenses or reimburse costs, expenses or debts related to projects that may materialize within 24 (twenty-four) months as from the closing of the Offer. Meanwhile, Issuer's proceeds from institutional debentures will be used as working capital to finance the Company's business plan execution.

On December 28, 2023, ENGIE Brasil Energia's Board of Directors approved the sale of TAG shares held by the Company - amounting to 15% of the company's total share capital - to Caisse de Dépôt et Placement du Québec (CDPQ). The transaction was completed on January 10, 2024, after fulfilling precedent conditions, so the Company has become direct holder of TAG shares representing 17.5% of its total share capital, while ENGIE Group continued to hold 50 % of TAG's total share capital, both related to the latter's shareholders' agreement, maintaining the current controlling group. This move was an adjustment to ENGIE's strategic positioning to redirect its focus towards electricity sector activities by investing in generation and transmission – its core business -, as a great opportunity to simultaneously rotate assets and generate additional value through new projects, while not putting pressure on its leverage, ratings and payout.

Novo Mercado listing segment

On November 16, 2005, the Company joined the Novo Mercado listing segment of B3 (current name of BM&BOVESPA), which trades shares issued by companies that voluntarily commit to adopt corporate governance practices in addition to those required by the applicable legislation. In December of the same year, the Company held a secondary offering of 71 million shares to boost its share value and liquidity in compliance with Novo Mercado requirements.

Novo Mercado regulations were revised in October 2017 with further requirements for companies wishing to trade in this segment, which are fully met by the Company as of the date of this Reference Form. As the main aspect related to the new requirements, the 202nd BoD meeting on May 14, 2020 has set up a Statutory Audit Committee as an advisory structure to help the Board of Directors assess the financial statements, risk management, ethical topics, internal controls, compliance, and internal and external audits. This Statutory Audit Committee consists of three members, two of whom are members of the Board of Directors unrelated to the parent company (therefore, independent).

Timeline – 1998 to 2023

Year	Events
1998 – 15/09	<ul style="list-style-type: none"> • Acquired Gerasul through auction (3,719 MW of installed capacity).
1999	<ul style="list-style-type: none"> • Started operating William Arjona Thermoelectric Power Plant (80 MW) - diesel oil.
2000	<ul style="list-style-type: none"> • Started operating Itá Hydroelectric Power Plant (1,450 MW). • Signed 1st contract for sale of energy to free-contracting environment consumers.
2001	<ul style="list-style-type: none"> • Operation of William Arjona Thermoelectric Power Plant using natural gas (120 MW). • Started operating Machadinho Hydroelectric Power Plant (1,140 MW).
2002	<ul style="list-style-type: none"> • Started operating Cana Brava Hydroelectric Power Plant (450 MW). • William Arjona Thermoelectric Power Plant added 70 MW to total 190 MW. • Company named Tractebel Energia S.A. from then on.
2003	<ul style="list-style-type: none"> • Started operating Lages Cogeneration Unit with wood biomass (28 MW and 25 t/h of steam). • Seven plants certified under NBR ISO 9001 and ISO 14001 standards.
2004	<ul style="list-style-type: none"> • Consolidated its market share in the free-contracting environment with sales of more than 700 average MW. • Novo Mercado of Bovespa.
2005	<ul style="list-style-type: none"> • ENGIE Brasil Energia was included in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called "B3 S.A. - Brasil, Bolsa, Balcão"), in its first version. • Sold 200 average MW in the 1st new energy auction (Itá and Machadinho hydroelectric power plants). • Sold 150 average MW in the 2nd existing energy auction.
2006	<ul style="list-style-type: none"> • Certified six more plants for NBR ISO 9001 and ISO 14001 standards, thus covering all 13 of its plants at the time. • ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called "B3 S.A. - Brasil, Bolsa, Balcão").

Year	Events
2007	<ul style="list-style-type: none"> • Acquired Cia. Energética São Salvador. • Acquired Celesc's stake in the Machadinho Hydroelectric Power Plant. • CODIS certification. • ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called "B3 S.A. - Brasil, Bolsa, Balcão") for the third consecutive year.
2008	<ul style="list-style-type: none"> • Merger of Companhia Energética Meridional. • Acquired Ponte de Pedra Hydroelectric Power Plant (176 MW). • Acquired Rondonópolis (26.6 MW) and Engº José Gelazio da Rocha (23.7 MW) small hydroelectric power plants (local acronym "C"). • Acquired Beberibe (25.6 MW) and Pedra do Sal (18 MW) Wind Power Plants, and Areia Branca SHP (19.8 MW). • Merger between Gaz de France (GDF) and SUEZ S.A. (the Company's parent company), creating GDF SUEZ. • ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently named "B3 S.A. - Brasil, Bolsa, Balcão").
2009	<ul style="list-style-type: none"> • Started operating São Salvador Hydroelectric Power Plant (243.2 MW). • Acquired Estreito Hydroelectric Power Plant (40.07% of 1,087 MW). • ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called "B3 S.A. - Brasil, Bolsa, Balcão") for the fifth consecutive year.
2010	<ul style="list-style-type: none"> • Started operating Areia Branca Small Hydroelectric Power Station (19.8 MW) and Destilaria Andrade Thermoelectric Power Plant (18.28 MW), which uses sugarcane bagasse biomass as fuel. • Obtained AA+ (bra) rating from Fitch Ratings. • Certified 15 plants to NBR ISO 9001, ISO 14001 and BS OHSAS 18001 standards. • Partial merger of indirect parent company GDF SUEZ and International Power. • Merger of Ponte de Pedra Energética S.A. – PPESA. • ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called "B3 S.A. - Brasil, Bolsa, Balcão").
2011	<ul style="list-style-type: none"> • Started operating Estreito Hydroelectric Power Plant. • Approval for wind projects deployed at Trairí and Porto do Delta Wind Complex (145.4 MW). • Fitch Ratings placed its first international investment grade rating (BBB-). • ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called "B3 S.A. - Brasil, Bolsa, Balcão") for the seventh consecutive year.
2012	<ul style="list-style-type: none"> • Ratings upgraded: i) international, from BBB- to BBB, and ii) for long-term local currency of the 2nd debenture issue, from 'AA+(bra)' to 'AAA(bra)' (Fitch Ratings); and iii) for local currency, from 'brAA+' to 'brAAA' (Standard & Poors). • ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called "B3 S.A. - Brasil, Bolsa, Balcão").
2013	<ul style="list-style-type: none"> • Started operating Trairí (25.4 MW) and Guajiru (30 MW) wind farms.

Year	Events
	<ul style="list-style-type: none"> • Acquired Ferrari Thermolectric Power Plant (65.5 MW + 15 MW expansion) – fueled by sugarcane bagasse biomass. • Approval of implementation of Santa Mônica Wind Complex (97.2 MW). • Started to modernize Passo Fundo and Salto Santiago hydroelectric power plants. • Restructured the Estreito and Itasa Consortiums. • For the 9th consecutive year, ENGIE Brasil Energia was included in the Corporate Sustainability Index (ISE), remaining in the select list of ISE companies since it was created, in 2005.
2014	<ul style="list-style-type: none"> • Started operating Fleixeiras I (30 MW) and Mundaú (30 MW) wind farms. Started operating Cidade Azul Photovoltaic Plant (3MWp), a Solar R&D project. • Acquired Campo Largo Wind Complex (620 MW). • Acquired Santo Agostinho Wind Complex (600 MW). • Awarded ISO 50001 Certification by CTJL. • Approval for implementation of Pampa Sul Thermolectric Power Plant (340 MW) and Campo Largo Wind Complex – phase 1 (326.7 MW), with sale in the A-5 auction. • ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called “B3 S.A. - Brasil, Bolsa, Balcão”).
2015	<ul style="list-style-type: none"> • GDF SUEZ Group named “ENGIE”, and the Company was named “ENGIE Tractebel Energia”. • Started commercial operation of the 5th turbo generator at Ferrari Thermolectric Power Plant (15 MW). • Completed modernization at Passo Fundo Hydroelectric Power Plant. • Sale of 46 average MW in auction A-3 (Santa Mônica Wind Complex). • For the 11th consecutive year, ENGIE Brasil Energia was included in the Corporate Sustainability Index (ISE), remaining in the select list of ISE companies since it was created, in 2005. • EBE's international rating in foreign currency downgraded from BBB to BBB- with negative outlook (Fitch Ratings). • Sold 9.2 average MW in the 2nd reserve energy auction (Assú Photovoltaic Complex).

Year	Events
	<ul style="list-style-type: none"> • Company renamed “ENGIE Brasil Energia S.A.” • Capital increase, without issuing new shares. • Long-term corporate credit ratings on a national scale downgraded from ‘brAAA’ to ‘brAA’ (Standard & Poor’s). • International rating in foreign currency downgraded from BBB- to BB+ (Fitch Ratings). • Implementation of the Generation Operation Center (COG), located at the Company’s headquarters, in Florianópolis.
2016	<ul style="list-style-type: none"> • Decommission of Charqueadas Thermoelectric Power Plant (36 MW). • Acquired 50% of ENGIE Geração Solar Distribuída. • Signed contract with Celesc to install photovoltaic systems in 1,000 homes (2,600 kWp). • Started operating Santa Mônica Wind Complex (18.9 MW). • Sale of Beberibe and Pedra do Sal wind farms and the Areia Branca Small Hydroelectric Power Plant authorized. • For the 13th consecutive year, ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called “B3 S.A. - Brasil, Bolsa, Balcão”). <hr/> <ul style="list-style-type: none"> • Completed the modernization works of Salto Santiago Hydroelectric Power Plant (additional 24.2 average MW). • Fitch Ratings’ AAA(bra) Long-Term National Rating reaffirmed with stable outlook and BB+ global scale with negative outlook. • Inaugurated Link Lab, sponsored by EBE and seven other companies. • Acquired concessions for Jaguara (424 MW) and Miranda (408 MW) hydroelectric power plants. • Acquired the Umburanas Wind Complex project (605 MW).
2017	<ul style="list-style-type: none"> • Remote operation of Cana Brava and São Salvador hydroelectric power plants assumed by COG. • Purchased a lot of approximately 900 km of transmission lines and five substations for a period of 30 years, which would give rise to the Gralha Azul Transmission System. • Started operating Santa Mônica Wind Complex (97.2 MW). • Started operating Assú V Solar Power Plant (30 MW). • Completed sale of Beberibe and Pedra do Sal wind farms and Areia Branca Small Hydroelectric Power Plant (total 63.4 MW). • ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called “B3 S.A. - Brasil, Bolsa, Balcão”).

Year	Events
2018	<ul style="list-style-type: none"> Long-Term International Rating in foreign currency downgraded to 'BB' with stable outlook, as a result of Brazil's sovereign rating being downgraded to 'BB-'. National Long-Term Rating at 'AAA(bra)' was reaffirmed with stable outlook. Through its subsidiaries Companhia Energética Jaguara and Companhia Energética Miranda, the Company held a R\$1.8 billion debenture issue. Approval of the installation of Independent Special Committee for Related-Party Transactions to analyze and monitor any agreements between parties that make up the investor group interested in the acquisition of Transportadora Associada de Gás (TAG). Started fully remote operation of Trairi Wind Complex from the Generation Operation Center (COG). Started commercial operation of Campo Largo I Wind Complex, with the addition of 29.7 MW of non-conventional renewable energy to the Company's generating complex. The Company's R\$746.6 million debenture issue was completed in two series, with maturities of seven and ten years, respectively. Demand was 1.7 times greater than supply, with a competitive cost. Acquired remaining shares in ENGIE Geração Solar Distribuída S.A. for the adjusted price of R\$35.1 million. The last wind farm in Phase I of the Campo Largo Wind Complex started commercial operation in December 2018. Contracts signed in the Free Contracting Environment (ACL) make feasible Phase II of the Campo Largo Wind Complex. Approval of capital increase with issue of new common, book-entry shares with no par value distributed to the Company's shareholders as bonus in the proportion of 1 to every 4 shares held. ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called "B3 S.A. - Brasil, Bolsa, Balcão").

Year	Events
2019	<ul style="list-style-type: none"> • Started construction of Campo Largo Wind Complex – Phase II, backed by contracts signed in the Free Contracting Environment (ACL). • Fitch Ratings reaffirmed 'AAA(bra)' Long-Term National Rating with stable outlook and 'BB' on a global scale with stable outlook, one notch above sovereign rating. In addition, Fitch reaffirmed its 'AAA(bra)' rating with stable outlook for the Company's sixth and seventh unsecured debenture issues. • In June, financial acquisition by Aliança Transportadora de Gás Participações S.A. (Aliança), of equity interest in TAG, after fulfillment of all precedent conditions. • After the acquisition of a stake in TAG, Fitch Ratings reaffirmed the Company's ratings. • The Board of Directors approved its 8th simple debenture issue for the amount of R\$2.5 billion intended for working capital to finance the Company's business plan. • The remaining wind farms comprising Umburanas Wind Complex – Phase I started commercial operation. This complex adds 360 MW of installed capacity to the Company's generating complex. • Pampa Sul Thermoelectric Power Plant started commercial operations in June, adding 345 MW installed capacity to the Company's portfolio. • The 9th issue of simple, non-convertible, unsecured infrastructure debentures in four series, totaling R\$1.6 billion. • Installation licenses for Ponta Grossa substation were obtained, and licenses for the installation of the first transmission lines were issued in October, enabling the beginning of construction works for the Gralha Azul Transmission System. • Contract signed with BNDES on a R\$1.3-billion loan for Umburanas Wind Complex (BA), with 360 MW installed capacity, in commercial operation since the first four months of 2019. • In December, the acquisition of a concession for construction, operation and maintenance of approximately 1,800 kilometers of transmission lines in the states of Pará and Tocantins was announced, for up to R\$410.0 million, originating the company "Novo Estado Transmissora de Energia". • ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called "B3 S.A. - Brasil, Bolsa, Balcão").

Year	Events
2020	<ul style="list-style-type: none"> • Fitch Ratings reaffirmed the National Long-Term credit rating, on a local scale, at 'AAA(bra)', with stable outlook. The Company's long-term international ratings in foreign and local currency were also reaffirmed at BB' and 'BBB-' respectively; however, with the review of Brazil's sovereign rating in April, they were lowered from stable to negative outlook. • With the evolution of Covid-19, the Company's Management reassessed the proposal to pay out supplementary dividends for the year 2019 and proposed the retention of R\$949.7 million (R\$1.1640/share), in order to preserve cash to face the pandemic, which was approved by the Annual General Meeting (AGM). • A Statutory Audit Committee consisting of three independent members to advise the Board of Directors was installed at the May 14 BoD meeting. • Signed, with BNDES, loans to implement Campo Largo Wind Complex - Phase II and Gralha Azul Transmission System, amounting to R\$2.7 billion. • The Campo Largo Wind Complex Carbon Credit Project - Phase II was registered with the Clean Development Mechanism (CDM) and will contribute to an annual reduction of approximately 790 thousand tons of CO². • Launched "E-economiza", a new product to help companies migrate to the energy Free Market. • Announced the acquisition of an additional equity interest of 3.25% in TAG, out of the 10% equity interest that Petrobras still held, for the amount of R\$327.2 million. • Settlement of the public offering with restricted efforts of simple debentures for the 1st issue of the Pampa Sul thermoelectric power plant subsidiary, in two series totaling R\$340.0 million. Subsequently, the request to register the 2nd issue in two series totaling R\$582.0 million was submitted. Additionally, the financial settlement of the 2nd issue of debentures took place in November. Proceeds were used to reimburse Pampa Sul Thermoelectric Power Plant's implementation costs. • ENGIE launched the "Energy Place", a digital relationship and sales platform for customers and managers in the Free Contracting Environment (ACL) market. This energy e-commerce environment will simplify management of contracts and services for ENGIE customers and partners. • During the pandemic, ENGIE, together with its parent company and the employees, took steps to protect their health and support local communities, including emergency assistance for nursing homes, donations to Fiocruz and UFRGS to produce Covid-19 tests, donations of ICU equipment to Albert Einstein Network public hospitals, among other initiatives. • In November, the testing operation of the generating units belonging to Campo Largo II Wind Complex gradually began. • ENGIE and Natura agreed to a partnership to acquire carbon credits from the Lages Cogeneration Unit in order to offset the company's 100,000 tons of CO² emissions relating to the 2019 inventory. • The Generation Operation Center (COG) began the assisted remote operation of the Machadinho Hydroelectric Power Plant, thus totaling 48 plants (5,468 MW) operated from the COG. • ENGIE Brasil Energia remained in the Corporate Sustainability Index (ISE) of BM&FBovespa (currently called "B3 S.A. - Brasil, Bolsa, Balcão").

Year	Events
2021	<ul style="list-style-type: none"> • Fitch Ratings reaffirmed the National Long-Term credit rating, and the rating assigned to the sixth, seventh and ninth debenture issues at 'AAA(bra)', both with stable outlook. The Company's long-term international ratings in foreign and local currency were also reaffirmed at BB' and 'BBB-' respectively, both with negative outlook due to limit imposed by the sovereign rating, but still one level above it. • Launch of the Modulation Swap for Generators, a product that hedges against hourly price variations by swapping a curve with a generation profile for a constant curve. • WEG S.A. and the Company completed the implementation of Brazil's first large wind turbine with 4.2 MW installed capacity, as part of Tubarão (SC) photovoltaic plant. • Approval of Law No. 14,182/21, which confirms Aneel's previous interpretation and extends compensation for GSF hydrological losses (i) to plants that renegotiated the hydrological risk for the period prior to 2015 and (ii) to structuring plants. • The 230kV Transmission Line Ponta Grossa – São Mateus do Sul, which is part of the Gralha Azul Transmission System, received from the National System Operator (ONS) the Test Release Instrument, a milestone for ENGIE's transmission segment business. • The Gralha Azul Transmission System was authorized to start commercial operations of the 230 kV transmission lines Ponta Grossa – São Mateus do Sul and Ponta Grossa – Ponta Grossa Sul. • Signing of the Share Sale Agreement with FRAM Capital, regarding the Diamante subsidiary, owner of Jorge Lacerda Thermolectric Complex, for up to R\$325 million, subject to the fulfillment of certain conditions, which was consummated on October 18. • Aneel authorized the commercial operation of the last wind farms at Campo Largo II Wind Complex, with 361.2 MW installed capacity. • Signing of the agreement to purchase Assú Sol Photovoltaic Complex, located in Assú (RN), with estimated installed capacity of approximately 750 MW. • Completed modernization of Salto Osório Hydroelectric Power Plant's UG (generating unit) 5, thus adding 7 MWm of assured energy. • The Company was mentioned as one of the 14 most transparent Brazilian companies in terms of sustainability, among more than 70 companies assessed by the Transparency Observatory, an initiative of the Advisory Board of the Global Reporting Initiative (GRI) in Brazil. • ENGIE won the <i>Exame Melhores & Maiores 2021</i> award in the "Energy" category. • The Company recognized R\$1.6 billion resulting from the renegotiation of the hydrological risk covered by Laws No. 14,182/2021 and No. 14,052/2020. In 2020, the amount recognized was R\$968 million. • In December, the Novo Estado Transmission System obtained authorization from the National System Operator (ONS) to start commercial operation at the Serra Pelada Substation, its reactors and the Serra Pelada – Itacaiúnas line, the initial milestone of the project's operation. • ENGIE had its certification for ISO 37001 – Anti-Bribery Management System issued by Euro Compliance. • The Company had its Integrated Management System (SIG) certified by Bureau Veritas Certification, encompassing energy generation services in all its hydroelectric power plants, covering NBR ISO 9001 (Quality Management), NBR ISO 14001 (Environmental Management) and ISO 45001 (Occupational Health and Safety Management). • ENGIE Brasil Energia was one of three Brazilian companies ranked among the 100 Most Sustainable Global Companies compiled by Corporate Knights Magazine from some 6,900 publicly traded companies worldwide.

Year	Events
	<ul style="list-style-type: none">• For the 17th consecutive year, ENGIE Brasil Energia was included in the Corporate Sustainability Index (ISE), remaining in the select list of ISE companies since it was created, in 2005.

Year	Events
2022	<ul style="list-style-type: none"> The acquisition of Paracatu and Floresta photovoltaic complexes was completed, adding 59.1 average MW of commercial capacity to the Company's portfolio. In 1Q22, the transmission lines of the transmission system of Gralha Azul, Ponta Grossa – Ivaiporã C1 and C2 and Ponta Grossa – Bateias C1 and C2 started operating. Additionally, on April 3, the LT Guarapuava Oeste – Areia and Eletrosul sectioning at the Guarapuava substation began commercial operations. Fitch Ratings reaffirmed the National Long-Term credit rating, as well as that attributed to the sixth, seventh and ninth debenture issues, at 'AAA(bra)', both with stable outlook. The Company's long-term international ratings in foreign and local currency were also reaffirmed, at 'BB' and 'BBB-' respectively, both with negative outlook, due to the limit imposed by the sovereign rating, but still one level above the latter. Beginning of remote operation of Itá Hydroelectric Power Plant, the largest hydroelectric power plant operated by ENGIE, as from the Generation Operation Center (COG) located at the headquarters in Florianópolis, totaling 60 remotely operated plants, representing 71.6% of the Company's generating complex. With a planned investment of R\$300 million, TAG signed an agreement to implement a gas pipeline of approximately 25 km to connect the liquefied natural gas (LNG) terminal of Centrais Elétricas de Sergipe (Celse) to its gas transport network. Concluded the acquisition of development rights for Serra do Assuruá Project, located in the state of Bahia, with installed capacity planned for approximately 850 MW, from wind generation. ENGIE Brasil Energia was a highlight of the electricity sector in the 2022 Best ESG¹ award promoted by Exame magazine in partnership with Ibmec business school. The Company made the successful bid for Aneel's Transmission Auction 01/2022, lot 7, to install one kilometer of transmission lines and a complementary substation for the Novo Estado project in the State of Pará. The project was named "Gavião Real Transmissora de Energia". In September, the Company signed a purchase and sale agreement for all shares in Pampa Sul Thermoelectric Power Plant with 345 MW installed capacity, located in Candiota, State of Rio Grande do Sul. The Board of Directors approved a R\$3.3 billion investment in the Assú Sol Photovoltaic Complex with approximately 750 MW of installed capacity, to be located in the municipality of Assú (RN). Signing of the National Bank for Economic and Social Development (BNDES) loan to build the Serra do Assuruá Wind Complex in Gentio do Ouro (BA), with installed capacity of 846 MW. The Company remained in the Corporate Sustainability Index (ISE) – of which it has been part since its launch, in 2005 – and the Efficient Carbon Index (ICO2), both for companies listed on B3. In December, CDP (formerly, the "Carbon Disclosure Project") released the results of ENGIE Brasil Energia's first carbon management report to the institution. The Company got a "B" score – the third best score.

¹" Environmental, Social and Governance

Year	Events
2023	<ul style="list-style-type: none"> In February 2023, the Gralha Azul Transmission System in Paraná began full operation after energizing the section running through the urban and rural areas of the cities of Ponta Grossa, Imbituba and Iriti. In the same period, Novo Estado Transmissora completed its Novo Estado Transmission System to connect its Xingu and Serra Pelada substations, the last stage needed for Novo Estado to reach full operation. On March 23, 2023, Aneel authorized the Company to begin commercial operation at generating unit 01 of Santo Agostinho 14 wind farm, with 6.2 MW installed capacity. As of December 31, 2023, the Company had a total of 105.8 MW installed capacity in operation as part of the Santo Agostinho Wind Complex, a project consisting of 14 wind farms and 70 wind turbines totaling 434 MW installed capacity. On April 6, 2023, a letter of intent was signed with Invest Paraná to develop large-scale projects in the State of Paraná that will be producing green hydrogen, identified as a major bet for the transition to a carbon neutral world. On May 31, 2023, the sale of total equity interest in Usina Termelétrica Pampa Sul S.A. ("Pampa Sul") subsidiary was completed for the amount of R\$450 million, in addition to the buyers assuming Pampa's debt of approximately R\$1.6 billion. With this, the Company became Brazil's biggest generator of 100% renewable electricity. On June 7, 2023, an Investment Agreement was signed between Itaú Unibanco and the Company's subsidiary ENGIE Brasil Energias Complementares Participações Ltda., to regulate Itaú's subscription of preferred shares in the indirect subsidiary (Maracanã Geração de Energia e Participações) for the amount of R\$1 billion, representing 100% of Maracanã's preferred shares and 12.34% of Maracanã's share capital. At Aneel's Transmission Auction 01/2023, held on June 30, 2023, the Company successfully bid for Lot 5, later named "Asa Branca Transmissora de Energia", which will have approximately 1,000 km of transmission lines to be implemented between the states of Bahia, Minas Gerais and Espírito Santo. On July 25, 2023, through its subsidiary Companhia Energética Jaguara, the Company, signed a contract to modernize the Jaguara Hydroelectric Power Plant, located in Rifaina, State of São Paulo. With installed capacity of 424 MW, the plant has been in operation since 1971. The agreement includes modernization of four generating units with capacity of 106 MW each, generators, turbines, speed and voltage regulators, digital supervision and control system, protection and all related auxiliary systems, amounting to R\$516 million. Completion is expected to take four years, from 2025 to 2028. The Board of Directors Meeting of November 6, 2023, approved the Company's 11th (eleventh) issue of non-convertible unsecured simple debentures in up to 5 (five) series for public distribution by automatic registration procedure, for a total of R\$2.5 billion, of which (a) 1.5 billion corresponds to incentivized debentures; and (b) 1.0 billion corresponds to institutional debentures. The proceeds obtained from incentivized debentures will be allocated to pay future expenses or reimburse expenses, costs or debts related to projects to be materialized within 24 (twenty-four) months as from the closing of the Offer, while the proceeds obtained by the Issuer through institutional debentures will be used for working capital in order to finance the Company's business plan. Fitch Ratings reaffirmed the Long-Term National Rating at 'AAA(bra)', and on a global scale the Long-Term IDRs (Issuer Default Ratings) in foreign currencies at 'BB+' and local at 'BBB-' due to the signing of the contract for acquisition of photovoltaic plants with installed capacity of 545 MWac (661 MWp), announced by the Company on October 30, 2023. All ratings were reaffirmed with stable outlook.

Year	Events
	<ul style="list-style-type: none">• ENGIE Brasil Energia and other consortium members formally agreed on the purchase of CEEE-G's equity interest in the Machadinho Consortium to add 5.3 average MW of commercial capacity to the Company's portfolio.• Signing of contract to acquire photovoltaic sets from Atlas Energia, located in the states of Bahia, Minas Gerais and Ceará, with total installed capacity of 545 MWac (661 MWp). These assets are highly committed under long-term contracts, with 66% of their commercial capacity allocated to the regulated contracting environment and 34% to the free contracting environment. The transaction was closed on March 6, 2024 and the total value of the acquisition was R\$3,257,446, divided between the purchase price, in the amount of R\$2,367,633, and Atlas's net debt, in the amount of R\$889,813, which is now consolidated.• The Board of Directors approved the sale of TAG shares held by the Company, representing 15% of TAG's total share capital, to Caisse de Dépôt et Placement du Québec (CDPQ), for the amount of R\$3.1 billion. The deal was closed on January 10, 2024. The Company remains a shareholder of TAG, holding shares representing 17.5% of TAG's total share capital, with ENGIE Group holding 50% of total share capital.• The Company is still part of the Corporate Sustainability Index (ISE) for the 19th consecutive year, ranking 5th in the overall classification and reaching the best position among companies of the electricity sector – and the Efficient Carbon Index (ICO2), for the fourth year, both on B3.• For the first time, the Company appears in the S&P Global Sustainability Yearbook for the Electric Utilities sector. Of the 199 companies in the global electricity sector assessed for the 2024 edition, only 24 (12% of the total) were included in the publication.

1.2 – Description of main activities of the issuer and its subsidiaries

The Company has a concession for the use of public assets as an independent producer and publicly held corporation headquartered in the municipality of Florianópolis, State of Santa Catarina, Brazil. The Company is an infrastructure investment platform engaged in centralized electricity generation, commercialization, trading and transmission activities that are regulated by Aneel. Engie also operates in the gas transportation segment, which is regulated by Brazil's National Petroleum, Natural Gas and Biofuels Agency ("ANP").

In the generation segment, on December 31, 2023, the installed capacity of the Company's generating complexes totaled 10,034.0 MW, distributed across 81 power plants, of which 11 were hydroelectric and 70 complementary – biomass plants, Small Hydroelectric Power Plants (SHPs), wind and solar.

In the commercialization area, the Company buys and sells conventional and incentivized energy for customers all over Brazil. Additionally, since 2018, it has been operating in the energy trading market in order to obtain income through the variation of energy prices within predetermined risk limits. Furthermore, to support decarbonization of ACL customers, ENGIE offers complementary solutions such as carbon credits, certificates of electricity consumption from renewable sources (I-RECs), or special contracts to guarantee emissions-free electricity (ENGIE-REC), used for reducing or offsetting Greenhouse Gas (GHG) emissions.

In the transmission segment, ENGIE Brasil Energia has two Transmission Systems in commercial operation, which, together, total around 2,800 kilometers of transmission lines and 15 substations – six owned substations and nine substations connected to the System but operated by other companies. It has two more Transmission Systems being built, one of which expands an existing substation in Pará and the other – from successfully bidding in the Transmission Auction held in June 2023 – covers approximately 1,000 kilometers of electricity transmission lines in the states of Bahia, Minas Gerais and Espírito Santo.

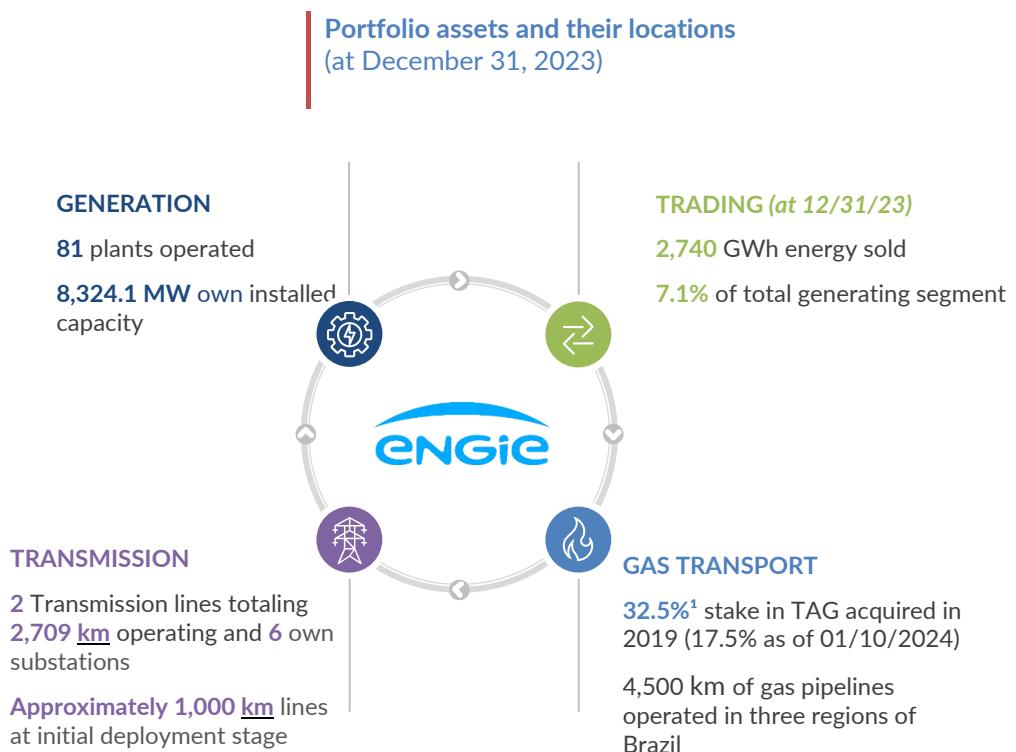
In 2019, the Company entered the gas transportation segment through its jointly controlled subsidiary Transportadora Associada de Gás ("TAG"), which is the largest natural gas carrier in Brazil. TAG's infrastructure consists of 4,500 kilometers of high-pressure gas pipelines crossing 10 Brazilian states and about 200 municipalities in the Southeast, Northeast and North regions – in the latter, in a section located between Urucu and Manaus, in the State of Amazonas.

Corporate Purpose

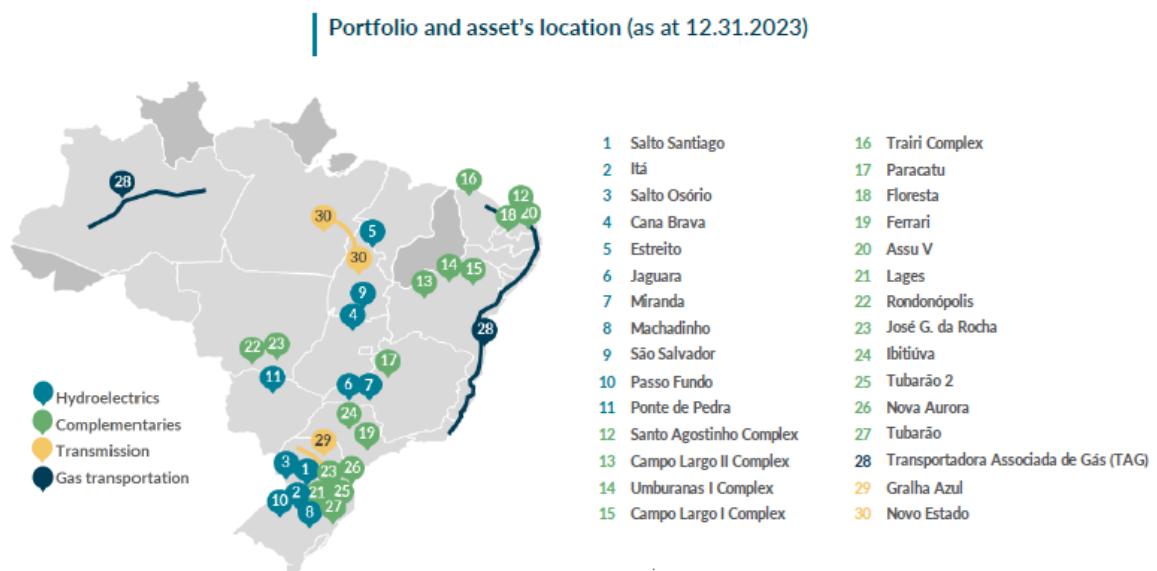
The Company's corporate purpose is: (i) to conduct studies and projects for construction and operation of electricity generating plants and any business initiatives arising from these activities; (ii) participate in research of interest to the energy sector related to generation and distribution, as well as studies analyzing the use of reservoirs for multiple purposes; (iii) contribute to training of technical personnel required for the electricity sector and specialized courses for qualified staff; (iv) participate in entities set up for the operational coordination of interconnected electrical systems; (v) participate in technical, scientific and business associations or organizations of interest to the electricity sector at the regional, national or international levels; (vi) help to preserve the environment when carrying out its business; (vii) collaborate with programs that promote and incentivize Brazilian companies that supply materials and equipment for the electricity sector, as well as related technical standards and quality controls; and (viii) participate in other energy sector companies as a partner or shareholder.

Operating segments and asset portfolio

The Company's main operating segments in Brazil are shown below.



⁽¹⁾ Considering the sale of 15.0% of TAG's share capital held by the Company through a transaction completed on January 10, 2024. As of the date of this Reference Form, the Company held a 17.5% equity interest in said company.



Key Financial and Operating Indicators

The following table shows the Company's selected financial and operating information for the years and periods indicated. For more detailed financial information, see item 2 of this Reference Form, and the Company's Financial Statements and Explanatory Notes for the respective fiscal years.

(In R\$ million)	Fiscal Year ended December 31,	
	2023	2022
Financial and Operating Indicators		
Net operating revenue	10,748	11,907
EBITDA	7,285	6,790
EBITDA margin	67.8%	57.0%
Adjusted EBITDA	7,270	6,941
Adjusted EBITDA Margin	67.6%	58.3%
Net income	3,429	2,665

* For detailed information on non-accounting measurements, see item 2.5 of this Reference Form.

1.3 – Information related to operating segments

a. Products and services traded

The Company's operating segments reflect its management and organizational structure for monitoring results, as summarized below:

- **Generation:** this is the Company's main business, comprising the portfolio's electricity generation and sales activities (hydroelectric, biomass, solar and wind).
- **Transmission:** the Company is the primary responsible for construction and installation of infrastructure related to the concessions of the following transmission systems: Gralha Azul (Paraná), Novo Estado (Pará and Tocantins), Gavião Real (Pará) and Asa Branca (to be deployed in the states of Bahia, Minas Gerais and Espírito Santo), being exposed to risks and benefits arising from these construction projects. Part of this segment's operating activities started in 2022. On February 19, 2023 and February 27, 2023, the Gralha Azul and Novo Estado Transmission Systems were fully energized, i.e., reached full commercial operation.
- **Trading:** this segment aims to earn income from the variation in energy prices within predetermined risk limits. Activities in this segment are run by two subsidiaries: ENGIE Trading Comercializadora de Energia S.A. (ENGIE Trading) and ENGIE Brasil Comercializadora de Energia Ltda. (EBC).
- **Solar panels:** development activity, wholesale and retail sales, and operation and maintenance of generators and solar panels carried out by ENGIE Geração Solar Distribuída (EGSD). The sale of the equity interest that the Company held in the EGSD subsidiary was completed on February 21, 2022, when said company ceased to be controlled and consolidated by the Company.
- **Gas Transportation:** the Company also operates in gas markets through its jointly controlled company "TAG".

The amounts reported for each business segment result from the aggregation of subsidiaries, allocation of transactions by segment and business units defined within the perimeter of each segment, as well as cancellation of transactions between segments.

The Company reports its information by segment in a manner consistent with the internal report provided to its main operational decision-making body, the Executive Board. Based on the internal report, the Executive Board is responsible for assessing the performance of the various segments and deciding on the funds to be allocated to each of the identified business segments.

The Company's financial result and income taxes are not allocated by segment, since cash flow is managed on a corporate-wide basis. As the main operational manager, the Executive Board does not use balance-sheet segments to make decisions, nor does it analyze the results of each segment. Therefore, a balance sheet divided by segment is not submitted.

The Company regularly reviews segment data related to the jointly controlled TAG subsidiary, based on its proportional share of revenue, profits, assets and liabilities in order to make decisions about the funds to be allocated to the segment and to appraise its performance. However, the Company's interest in the jointly owned subsidiary is recognized in the individual and consolidated financial statements using the equity method.

b. Revenue by segment and its share in the Company's net revenue

(In R\$ million, except %)	Fiscal year ended December 31,			
	2023		2022	
Segment	Net Revenue	% of total	Net Revenue	% of total
Generation	9,174	85.4%	9,512	79.8%
Transmission	1,135	10.6%	1,703	14.3%
Trading	439	4.1%	685	5.8%
Solar panels	-	-	7	0.1%
Gas transportation ¹	-	-	-	-
Net operating revenue	10,748	100.0%	11,907	100.0%

⁽¹⁾ No Gas Transportation segment revenues were shown since they come from the jointly owned TAG subsidiary, whose results are recognized in the Company's financial statements based on the equity method.

c. Segment profit or loss and its share in the Company's net income

(In R\$ million, except %)	Fiscal year ended December 31,			
	2023		2022	
Segment ¹	Operational result	% of total	Operational result	% of total
Generation	4,621	72.7%	4,467	77.1%
Transmission	746	11.7%	571	9.8%
Trading	-	-	10	0.2%
Solar panels	-	-	26	0.4%
Gas transportation ²	993	15.6%	727	12.5%
Income before Financial Result and Taxes	6,360	100.0%	5,801	100.0%

⁽¹⁾ The Company's financial result is not allocated by segment since it manages cash flow on a corporate basis.

⁽²⁾ The result of the gas transportation segment is originated from the jointly owned TAG subsidiary, and is recognized in the Company's financial statements using the equity method.

1.4 – Production/Commercialization/Markets**a. Features of the production process****a.1) Electricity Production**

The Company's Generating Park is made up of hydroelectric, small hydroelectric, wind, solar photovoltaic and biomass-powered plants located in the states of Santa Catarina, Paraná, Rio Grande do Sul, Mato Grosso, Mato Grosso do Sul, Minas Gerais, Goiás, Tocantins, Maranhão, São Paulo, Ceará, Rio Grande do Norte and Bahia.

As of December 31, 2023, the Company operated 81 generating plants, 77 of which had their entire installed capacity directly or indirectly owned by the Company through its subsidiaries, while the Company participated in 4 plants through consortia while not holding all of their installed capacities. In relation to its generating assets, the main changes that occurred in 2023, compared to 2022, were the entry into commercial operation of the Santo Agostinho Wind Power Plants 01, 02, 14, 21, 25 and 27, contributing an additional 149MW of renewable energy this year, and the disposal of Pampa Sul thermoelectric plant, which enabled the company to become Brazil's largest generator of energy from 100% renewable sources. Details of the Company's generating assets as of December 31, 2023 are shown below:

Plant	Type	Location	Generating Park		Physical Guarantee ⁽⁸⁾ (average MW)		Generatin g unit(s)	Started operating in (year)	Concession/ authorization expires in
			Total	Engie's Part	Total	Engie's Part			
Itá ⁽¹⁾	Hydroelectric	Rio Uruguai (SC and RS)	1,450.0	1,126.9	704.5	528.7	5	2000	2032
Salto Santiago	Hydroelectric	Rio Iguaçu (PR)	1,420.0	1,420.0	702.2	702.2	4	1980	2030
Machadinho ⁽¹⁾	Hydroelectric	Rio Uruguai (SC and RS)	1,140.0	414.8	519.8	143.7	3	2002	2035
Estreito ⁽¹⁾	Hydroelectric	Rio Tocantins (TO and MA)	1,087.0	435.6	610.1	244.1	8	2011	2047
Salto Osório	Hydroelectric	Rio Iguaçu (PR)	1,090.8 ⁽⁷⁾	1,090.8	477.5	477.5	6	1975	2031
Cana Brava	Hydroelectric	Rio Tocantins (GO)	450.0	450.0	247.8	247.8	3	2002	2036
Passo Fundo	Hydroelectric	Rio Passo Fundo (RS)	226.0	226.0	107.5	107.5	2	1973	2031
São Salvador	Hydroelectric	Rio Tocantins (TO)	243.2	243.2	140.8	140.8	2	2009	2040
Ponte de Pedra	Hydroelectric	Rio Correntes (MT)	176.1	176.1	127.6	127.6	3	2005	2037
Jaguara	Hydroelectric	Rio Grande (SP and MG)	424.0	424.0	324.0	324.0	4	1971	2048
Miranda	Hydroelectric	Rio Araguari (MG)	408.0	408.0	188.3	188.3	3	1998	2048
Total - Hydroelectric Power Plants			8,115.1	6,415.4	4,150.1	3,232.2			
Ferrari Termoelétrica	Biomass	Pirassununga (SP)	80.5	80.5	25.6	25.6	5	2009	2042
Ibitiúva Bioenergética ⁽¹⁾	Biomass	Pitangueiras (SP)	33.0	22.9	10.3	7.1	1	2010	2030
Lages Bioenergética	Biomass	Lages (SC)	28.0	28.0	12.7	12.7	1	2003	2032
Rondonópolis	SHP	Ribeirão Ponte de Pedra (MT)	26.6	26.6	14.0	14.0	3	2007	2032
José Gelázio da Rocha	SHP	Ribeirão Ponte de Pedra (MT)	24.4	24.4	11.9	11.9	3	2007	2032
Assú V	Solar	Assú (RN)	34.0	34.0	9.2	9.2	3	2017	2051
Conjunto Eólico Trairí ⁽²⁾	Wind	Trairi (CE)	212.6	212.6	97.2	97.2	86	2013 to 2017	2041 and 2045
Conjunto Eólico Campo Largo ⁽³⁾	Wind	Sento Sé and Umburanas (BA)	326.7	326.7	166.5	166.5	121	2018	2050 and 2052
Conjunto Eólico Campo Largo II ⁽⁴⁾	Wind	Sento Sé and Umburanas (BA)	361.2	361.2	192.5	192.5	86	2021	2054
Conjunto Eólico Umburanas ⁽⁵⁾	Wind	Sento Sé (BA)	360.0	360.0	213.3	213.3	144	2019	2049 and 2050
Conjunto Santo Agostinho	Wind	Lajes and Pedro Avelino (RN)	204.6	204.6	105.81	38.5	33	2023	2056
Nova Aurora	Solar	Tubarão (SC)	3.0	3.0	0.3	0.3	3	2014	N/A ⁽⁶⁾
Tubarão P&D	Wind	Tubarão (SC)	2.1	2.1	0.3	0.3	1	2015	N/A ⁽⁶⁾
Tubarão P&D 2	Wind	Tubarão (SC)	4.2	4.2	0.0	0.0	1	2022	N/A ⁽⁶⁾
Conjunto Fotovoltaico Paracatu	Solar	Paracatu (MG)	132.0	132.0	34	34	4	2019	2051
Conjunto Fotovoltaico Floresta	Solar	Areia Branca (RN)	86.0	86.0	25.1	25.1	3	2017/18	2051
Total - Complementary			1,918.9	1,908.8	918.7	915.5			
Total			10,034.0	8,324.1	5,068.8	4,147.7			

⁽¹⁾ Participation in consortium.⁽²⁾ Complex consisting of eight wind farms.⁽³⁾ Complex consisting of eleven wind farms.⁽⁴⁾ Complex consisting of eleven wind farms.⁽⁵⁾ Complex consisting of eighteen wind farms.⁽⁶⁾ For plants generating not more than 5 MW, the applicable legal instrument is registration.⁽⁷⁾ Total for HPP Salto Osório considering the repowering of UG5.⁽⁸⁾ Physical Guarantees valid for the year 2023 (ORDINANCE No. 709/GM/MME, of December 30, 2022, Ordinance 1,672 of September 29, 2022, ORDINANCE No. 1,851/SPE/MME, of December 13, 2022)

All these plants hold current authorizations and operator concessions.

The installed capacity operated on December 31, 2023 – considering plants under the Company's direct and indirect control and total energy from plants in consortiums (HPP Itá, Machadinho and Estreito and Ibitiúva Bioenergética biomass) – totals 10,034.0 MW, of which 80.9% comes from hydroelectric power plants, and 19.1% from plants using complementary sources.

a.2) Generation Indices

2023

The Company's total energy generation in the year ended December 31, 2023 was 43,663 GWh (4,984 average MW). This figure was 2.09% higher than in 2022, when the total generated was 42,779GWh (4,883 average MW), excluding generation from Pampa Sul Thermoelectric Plant due to its sale in May 2023.

Of this total, hydroelectric power plants accounted for 37,171 GWh (4,243 average MW), which was 1.80% higher than the previous year. The increased generation is due to unfavorable hydrological conditions in 2022.

For plants classified as complementary, 2023's energy production of 6,492 GWh (741 average MW) was 3.73% higher than the previous year.

2022

The Company's total energy generation in the year ended December 31 2022, was 43,913 GWh (5,013 average MW), which was 15.82 % higher than in 2021 (37,916 GWh – 4,328 average MW).

Of this total, hydroelectric power plants accounted for 36,513 GWh (4,168 average MW), 34.0% higher than the previous year. This additional generation reflected higher levels seen as of April 2022, especially in May and June.

Thermoelectric plants produced 1,134 GWh (129 average MW), 78.4% lower than the previous year.

Plants classified as complementary produced a total of 6,266 GWh (715 average MW) in 2022, 15.81% higher than the same period of 2021, mainly due to the entry into full commercial operation of the Campo Largo II Wind Complex, which accounted for 1,562 GWh (178 average MW), an amount 57% higher than in 2021. Solar energy also contributed to higher production from complementary sources, mainly at the Paracatu and Floresta photovoltaic complexes, which were added to the portfolio at the end of the first quarter of 2022.

Note that the Company's additional hydroelectric generation does not necessarily improve its economic and financial performance. Likewise, a reduction in this type of generation does not necessarily imply a deterioration in its economic and financial performance. This is due to the application of the Energy Reallocation Mechanism (MRE), which shares the hydrological risks inherent to hydroelectric generation among its participants. In relation to the Company's thermoelectric generation, a reduction may increase (due to the Company's contracting levels) increase exposure to the Difference Settlement Price (PLD), while the opposite is also true, with other variables remaining unchanged.

a.3) Gross generation measured (GWh)

Plants	2023	2022
HPP Estreito (UHET) (in consortium)	3,919	4,221
HPP Itá (UHIT) (in consortium)	7,127	7,068
HPP Salto Santiago (UHSS)	7,581	7,358
HPP Machadinho (UHMA) (in consortium)	5,591	5,214
HPP Salto Osório (UHSO)	5,132	4,832
HPP Jaguara (UHJA)	2,313	2,202
HPP Miranda (UHMI)	1,173	1,134
HPP Cana Brava (UHCB)	1,556	1,518
HPP Ponte de Pedra (UHPP)	1,052	1,139
HPP São Salvador (UHSA)	952	1,002
HPP Passo Fundo (UHPF)	775	825
Hydroelectric Power Plants - Subtotal	37,171	36,513
TPP Pampa Sul (UTPS)	-	1,134
Thermoelectric Power Plants - Subtotal	-	1,134
Umburanas Wind Complex	1,710	1,713
Campo Largo Wind Complex	1,148	1,153
Campo Largo 2 Wind Complex	1,649	1,562
Trairí Wind Complex	712	685
TPP Ferrari Termelétrica TPP (UTFE)	341	336
TPP Ibitiúva Bioenergética (UTIB) (in consortium)	138	132
Lages Co-generation Plat (UCLA)	25	123
UFV Assú (FVAE)	71	76
SHP Rondonópolis (PHRO)	77	56
SHP Eng. José Gelazio da Rocha (PHJG)	74	53
UFV Nova Aurora (UFNA)	3	2
EOL Tubarão 2 R&D (UTB2)	5	5
Santo Agostinho Wind Complex	142	-
Floresta Photovoltaic Complex	183	158
Paracatu Photovoltaic Complex	214	212
Complementary Source Plants - Subtotal	6,492	6,266
Total	43,663	43,913

The Plants' internal and total availability, excluding Pampa Sul Thermoelectric Plant (as from June 2023), is shown below:

Year	Internal Availability	Full Availability (Internal + External)
Fiscal year ended December 31, 2023	92.6%	90.8%
Fiscal year ended December 31, 2022	92.5%	91.0%

2023

In the fiscal year end December 31, 2023, Internal Availability, which only considers internal occurrences at the plants, was 92.6% for the entire group of the Company's plants, being 93.7% in hydroelectric power plants, and 87.8% in complementary source power plants.

Total Availability, which also considers occurrences taking place outside the plants, was 90.8%, of which 92.1% in hydroelectric power plants, and 84.6% in complementary source power plants.

Compared to the fiscal year ended December 31, 2022, there was a 1.5% reduction in global availability, reflecting 1.5% and 0.8% lower availability of hydroelectric power plants and those using complementary sources respectively. The Pampa Sul Thermoelectric Plant was not included for comparative purposes since it was sold in May 2023.

Lower availability of hydroelectric and complementary plants was mainly due to modernization works at the HPPs Jaguara and Miranda, in addition to corrective maintenance works in Campo Largo and Umburanas wind turbines.

Additionally, ENGIE Brasil Energia reported high levels of operating performance at its Gralha Azul and Novo Estado transmission assets in 2023, when total availability was 100%. For the 12 months of 2023, global availability was 99.95%. Deployment of these transmission assets was completed in February 2023, when the remaining transmission lines and substations started operating.

2022

In 2022, Internal Availability, which considers just the plants' internal occurrences, was 92.5% for all Company's plants as a whole, of which 95.20% for hydroelectric power plants, 48.3% in Pampa Sul Thermoelectric Plant, and 88.4% in plants using complementary sources.

Total Availability, which also considers occurrences outside plants, reached 91.0%, of which 93.4% in hydroelectric power plants, 48.2% in Pampa Sul Thermoelectric Plant, and 88.4% in plants using complementary sources.

Comparing 2022 with the previous year, there was a slight increase of 0.1 p.p. in global availability reflecting a 0.3 p.p. increase in hydroelectric power plants' availability, and 0.8 p.p. in those using complementary sources, while Pampa Sul Thermoelectric Plant showed a 4.0 p.p. reduction.

Increased availability of hydroelectric and complementary plants was mainly due to the high rate of HPPs Jaguara and Usina Cogeração Lages, respectively, which were undergoing maintenance in 2021.

TPP Pampa Sul's reduced level was affected by unavailability due to maintenance works carried out to take advantage of the period in which there was lower demand for its thermal generation dispatch, due to high availability of water resources in the System.

a.4) Information about the Company's generation processes

a.4.1) Hydroelectric Generation

Electricity generation from hydroelectric power plants is the most used generation method in Brazil, being associated with river flows, amounts of water available in a given period and the height of its fall. The larger the volume, speed of the water and height of its fall, the larger its potential use for generating electricity.

Hydroelectric energy is considered a clean renewable source, since water drives turbines and then returns to riverbeds without suffering any type of degradation.

a.4.2) Thermal Generation

Thermal plants are characterized by producing electricity from thermal energy released from chemical or nuclear reactions. Thermal electricity is produced by a turbine-driven generator, which in turn, depending on its configuration, may be driven directly by gases arising from burning fuel, or even by steam produced from a water boiler that is heated by chemical or nuclear reactions.

The fuels most used to power thermal plant generators directly or indirectly are petroleum byproducts (diesel oil, fuel oil and asphalt waste), coal, natural gas and nuclear fuels. In line with the Company's strategy to decarbonize its portfolio, as from May 31, 2023, when the sale of Pampa Sul Thermolectric Plant was completed, coal is no longer used as a fuel source, and the Company currently has three biomass thermoelectric plants that do not require the use of fossil fuels, being fueled with wood waste (Lages Cogeneration Unit) and sugarcane bagasse (TPP Ibitiúva Bioenergética and TPP Ferrari).

a.4.2.1) Cogeneration Units

Cogeneration technology has been developed to heighten energy efficiency for production from thermoelectric plants. This pursuit of efficiency is due to the fact that most of the energy contained in fuel used by generators is transformed into heat and lost to the environment, while part of the energy from fuel is transformed into electricity.

Using cogeneration, heat produced to generate electricity is also partly used in industrial facilities or buildings (commercial, residential etc.) that require heat (steam or hot water) for their production processes. This means that consumers save the fuel they would need to produce heat for the process. Cogeneration energy efficiency levels are much higher than those of other generating sources.

Furthermore, cogeneration processes often use environmentally friendly fuels called "biomass", such as sugarcane bagasse, rice husks, wood waste etc.

a.4.2.2) Energy generation from sugarcane biomass

The biomass energy generation unit is similar to a cogeneration unit, the only difference being the generation of energy solely for the National Interconnected System - SIN. Due to the fuel used, this generation unit must be located close to a sugar and ethanol plant to use waste from its production.

a.4.3) Wind Power Generation

Wind energy generation is considered a renewable and clean energy source. Energy is generated through wind turbines using wind power to generate energy.

a.4.4) Photovoltaic Solar Generation

Energy derived from a system of photovoltaic panels capturing sunlight to begin the process of transforming it into electricity. When particles of sunlight (photons) collide with the semiconductor material on a photovoltaic panel, the latter's electrons begin to move and generate electricity.

a.4.5) Risks of production interruption

Energy production is directly related to the plant's equipment performance. There may be interruptions due to failure or lack of availability for maintenance purposes.

Risks inherent to the Company's production process may be expressed by the following performance indicators: generating units' failure rates and unavailability. Interruptions are classified in two main groups: scheduled and forced.

Scheduled interruptions are due to shutdowns for generating unit maintenance following strict schedules negotiated in advance with the ONS in order to minimize or avoid impacts on the electricity system. Therefore, their impact on the Company's business can be considered as causing very low risk or even no risk.

Forced interruptions are those arising from untimely disruptions that cause or require stoppages at the generating units, or partial reduction in energy production capacity.

Failure rates express the incidence of forced shutdowns. The analysis of this index takes into account the origin of failures and their impact on the electricity system, which can be external to or inside the facilities.

In accordance with its insurance contracting strategy, the Company has coverage against losses due to loss of profits caused by accidents that disrupt energy production.

a.4.5.1) Risks of production interruption – CCEAR and CER Reimbursements – Trairi, Campo Largo and Umburanas Wind Complexes, and Assu, Floresta and Paracatu Photovoltaic Complexes

These plants have signed availability contracts that stipulate that distributors must pay fixed revenue regardless of the generation volumes recorded each month. Reimbursement calculations take the difference between generation (energy delivered), which is impacted by wind or solar radiation, and the contractual amount sold.

a.4.6) Information on gas transportation activities carried out by the jointly controlled subsidiary “TAG”

Additionally, the Company operates in the natural gas transportation and storage segment in general through its jointly controlled Transportadora Associada de Gás S.A. (TAG). As of December 31, 2023, TAG's high pressure gas pipeline infrastructure was approximately 4,500 km in length, with 11 gas compression facilities (six of which are owned) and 90 points of delivery.

a.5) Characteristics of transmission process

Gralha Azul Energy Transmission

On December 15, 2017, through Aneel's Transmission Auction No. 002/2017, The Company entered the transmission segment by purchasing approximately 1,000 kilometers of lines connecting to five substations located in the State of Paraná. The service concession term, including construction and maintenance of transmission facilities, is 30 years as of the date of signing the contract. The project reached full commercial operation on February 19, 2023.

Novo Estado Energy Transmission

On March 3, 2020, having fulfilled the conditions precedent set forth in the purchase and sale contract, the company completed its acquisition of 100% of shares in Novo Estado, which holds the concession for Lot 3 of Aneel's Transmission Auction No. 002/2017, held in December 2017. The purpose of said concession is the construction, operation and maintenance of approximately 1,800 kilometers of transmission lines, one new substation and expansion of three other existing substations in the states of Pará and Tocantins for a period of 30 years. On February 27, 2023, the Company completed the implementation of the Novo Estado Project.

Gavião Real Energy Transmission

On June 30, 2022, the Company successfully bid for Lot 7 of Aneel Transmission Auction No. 001/2022. The scope of this project involves expanding the Itacaiúnas substation in the State of Pará, which has a strong synergy with Transmissora Novo Estado since it is connected to the same substation.

Asa Branca Energy Transmission

Likewise, on June 30, 2023, ENGIE made another successful bid for a lot at Aneel's Transmission Auction No. 001/2023, for the project named "Asa Branca", its scope being the construction, operation and maintenance of four electricity transmission lines totaling approximately 1,000 kilometers in length, passing through the states of Bahia, Minas Gerais and Espírito Santo. Its 30-year concession contract was signed on September 29, 2023.

The main service, equipment and materials contracts were signed at the end of 2023 in order to fulfill the Company's business plan. Construction is to be completed within 66 months at most, stipulating at least 24 months in advance.

b. Features of the distribution process

The Company is not responsible for distributing the energy it generates and supplies to its customers. The distribution of electricity produced by its plants to serve its customers is the responsibility of SIN's transmission and distribution companies directly connected to the Company's plants according to the sector's operating rules, as mentioned below in item 1.6 of this Reference Form.

c. Characteristics of the markets involved

c.1) The Company's Market

The Company develops its business around a model based on responsible growth to tackle the main challenges of transitioning energy to a low-carbon economy: access to sustainable energy, mitigation and adaptation to climate change, safe supply and rational use of resources.

The Company operates exclusively in the Brazilian market, where it ranks among the main energy traders in the Free Contracting Environment ("ACL"). On December 31, 2023, its market share in sales of energy to end consumers was around 8.6%.

On December 31, 2023, in Brazil, the Company served free consumers located in the states of Acre, Alagoas, Amazonas, Bahia, Ceará, Espírito Santo, Goiás, Maranhão, Mato Grosso, Mato Grosso do Sul, Minas Gerais, Paraíba, Pará, Paraná, Pernambuco, Piauí, Rio de Janeiro, Rio Grande do Sul, Rio Grande do Norte, Rondônia, Santa Catarina, Sergipe, São Paulo, Tocantins and the Federal District (Brasília), in addition to distributors in all regions of Brazil, as well as energy traders.

The rules and legislation applicable to the electricity market in Brazil are mentioned in item 1.6 of this Reference Form.

c.1.1) Tax benefits

The Company has tax incentives in the area covered by the Superintendency for Development of the Amazon (SUDAM) - HPP Ponte de Pedra (until 2026) and HPP São Salvador (until 2024), and in the area covered by the Superintendency for Development of the Northeast (SUDENE) - Companhia Energética Estreito (until 2026), which allow to reduce IRPJ by 75%.

In addition, the Company also enjoys benefits arising from Law No. 11,196/2005 ("Lei do Bem") and Law No. 11,488/2007, also known as the "Special Incentive Regime for Infrastructure Development" - REIDI.

Additionally, its jointly controlled TAG subsidiary's tax incentive reduces IRPJ and additional non-refundable taxes by 75%, the amount of which is calculated based on profit from incentivized projects located in the operating areas of SUDAM and SUDENE.

c.1.2) Relationship with Suppliers

The Company's main suppliers provide fuel that is used for generating electricity, mainly biomass suppliers, as shown above in item 1.4.e.i of this Reference Form.

The Company also has several suppliers of fixed assets arising from the construction of its plants; there are no long-term partnerships with these suppliers.

Supplier selection criteria reflect the Company's commitments against corruption, respect for human rights and preservation of the environment. The Company does not accept child, forced or compulsory labor, and it reserves the right to avoid commercial relations with entities that adopt any of these practices, while also committing to report to the relevant authorities any cases it might become aware of in the conduction of its operations.

c.1.3) Relationship with Customers

The Company has diversified its customer base as part of its business strategy, focusing on free consumers. This segment's share in the Company's portfolio was 37% and 44% of total physical sales in the fiscal years ended December 31, 2023 and 2022 respectively.

The Company's strategy is to maintain the free consumer segment's share in its portfolio. For this purpose, it strives to fulfill the energy needs of each customer's production process by customizing sales contracts with different alternatives in terms of flexible consumption, supply periods and other commercial conditions.

One of the main customer loyalty instruments used in recent years has been the ongoing "Customer Relationship Program", which consists of a wide range of initiatives such as inviting them to visit our plants, sponsoring electricity sector events, and holding "ENGIE Meetings" featuring presentations on matters of interest to customers with focus on economy, politics and the energy market. In addition to relationship initiatives directly targeting customers, the Company also focuses on digital customer experiences. "*Energy Place*", the first digital platform for trading energy on Brazil's free market, completed three years in November 2023. As a pioneering initiative serving small and medium-sized businesses, *Energy Place* recorded over 750 transactions by December 31, 2023. *Energy Place* encompasses an energy e-commerce and a Customer and Manager Portal, developed to provide information, record consumption history, and serve as a 100% digital relationship and service channel.

Results from the Company's commercial and customer loyalty initiatives, among others, are measured by its annual "Customer Satisfaction Survey" conducted through a digital platform. In the fiscal year ended December 31, 2023, the survey found that 93% of customers were either satisfied or very satisfied.

The Company's objectives in the commercial area are: (i) promoting the optimization and efficiency of customers' portfolio through flexible prices, terms and conditions; (ii) maintaining solid relationships with customers and cultivating closer contacts with them; (iii) having more predictable long-term cash flows to obtain higher percentage shares of the consumer market, entering into contracts in both regulated and free markets; and (iv) leveraging any short-term business opportunities as a means to maximizing the Company's earnings.

c.2) Share in each market

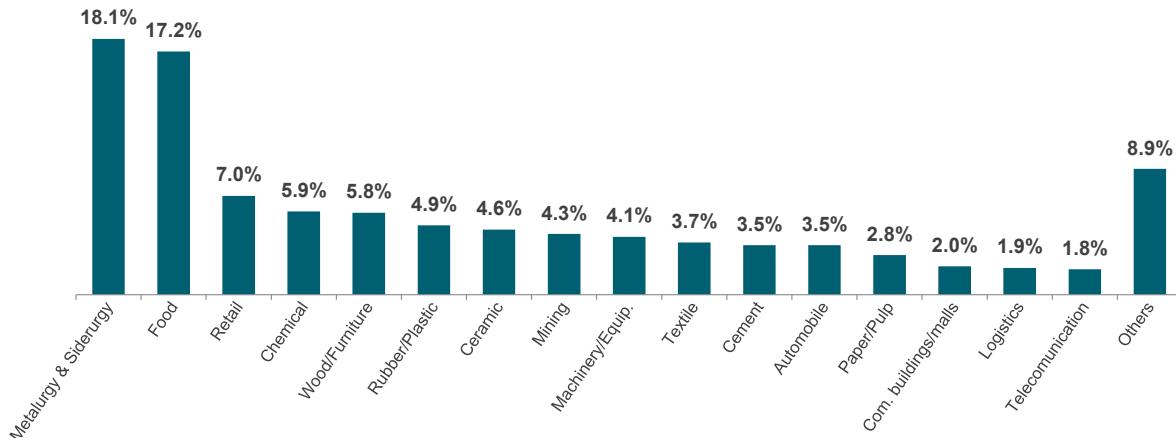
The Company's diversified client portfolio consists of (i) electricity distribution companies, (ii) free consumers, and (iii) electricity trading companies across all of Brazil's energy submarkets.

The following table shows the conciliation between gross and net operating revenues as recorded in the income statements, by type of customer:

	Fiscal year ended December 31,			
	2023	%	2022	%
In R\$ million				
Gross operating income				
Electricity distributors	4,501	41.9%	4,589	38.5%
Free consumers	3,514	32.7%	3,772	31.7%
Electricity traders	921	8.6%	954	8.0%
Trading operations	483	4.5%	752	6.3%
Short-term market transactions	426	4.0%	388	3.3%
Services rendered	197	1.8%	193	1.6%
Other revenues	117	1.1%	102	0.9%
	10,158	94.5%	10,751	90.3%
Deductions from operating income				
Remuneration from contractual assets	(947)	-8.8%	(1,000)	-8.4%
Remuneration from concession financial assets	831	7.7%	755	6.3%
Revenue from building transmission infrastructure	468	4.4%	485	4.1%
Unrealized gains from trading operations	237	2.2%	914	7.7%
	1,536	14.3%	2,156	18.1%
Net operating revenue	10,748	100.0%	11,907	100.0%

In the free consumer segment, the Company adopts a sales diversification strategy across different industrial and commercial sectors. As of December 31, 2023, companies from the following sectors can be highlighted:

Portfolio diversification of Free Market customers



Source: Internal study of ENGIE Brasil Energia based on IBGE's classification. Date: December 31, 2023.

In the fiscal year ended December 31, 2023, the Company supplied energy to more than 3,000 consumer units on the Free Market, located in several Brazilian states, as previously mentioned.

The electricity sale prices of bilateral contracts signed between the Company and free consumers are freely negotiated. Pursuant to Law No. 10,848, of March 15, 2004, all new sales to distributors are made through auctions regulated by the Federal Government in order to find the lowest purchase price.

Most bilateral contracts have mechanisms designed to protect the Company from defaulting on payments for supply, such as Bank Letters of Guarantee and Surety Bond, leading to almost zero default level in the customer portfolio. Furthermore, as a mechanism to inhibit termination by the respective buyers, bilateral contracts establish termination fines that reflect the remainder of the contractual term.

Long-term energy sales contracts have their prices adjusted annually according to IGP-M or IPCA inflation indices, or a combination of both.

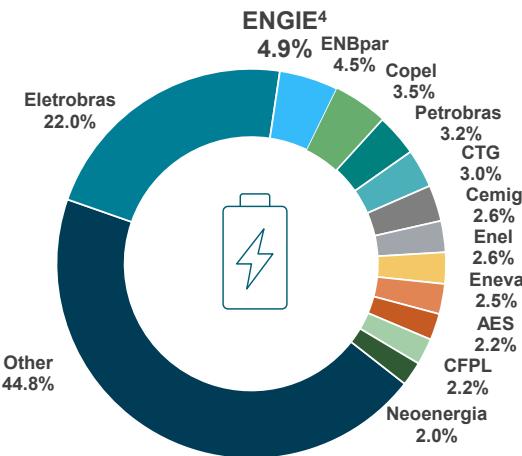
c.3) Market competition conditions

As of December 31, 2023, the total installed capacity operated by the Company was 10,034.0 MW, operating its own generating complex producing 8,324.1 MW. The Company's main government-controlled competitors were: Cemig, Copel, Itaipu and Petrobras, in addition to the following privately controlled companies: AES, CPFL, CTG, Eletrobras, ENEL, Eneva, Neoenergia, and others.

The Company's main customers are distributors, free consumers and electricity traders, located in the South, Southeast, Northeast and Midwest regions of Brazil.

c.4) Positioning in the competitive market

The Company's controlling interest is held by ENGIE Brasil Participações Ltda., which is incorporated in Brazil and controlled by the ENGIE Economic Group, based in France. In Brazil, the ENGIE Group is among the country's largest private electricity generators and it accounts for approximately 4.9% of Brazil's installed capacity (based on data from December 31, 2023).



Source: Aneel, Companies' websites and in-house studies. Date: December 31, 2023.

The Company's generation portfolio matches the desired level of risk and enables competitive prices. The locations of plants (South, Southeast/Midwest, North and Northeast) tend to reduce sub-market risks.

The Company maintains close relationships with its customers in order to detect their needs and develop individualized products and services that build loyalty.

The Company's competitive positioning is also expressed by its presence in new business areas such as cogeneration and generation from alternative sources (complementary energies such as wind, biomass, small hydroelectric power plants and solar energy), thus leveraging its advantages from operating plants with different sizes, characteristics and energy sources.

The Company's commercial philosophy is consolidated around meeting customer needs, while constantly striving to build long-lasting and constructive commercial relationships.

The Company also benefits from synergies generated across other ENGIE Group companies. Both the expansion process and the entry in new strategic markets are supported by the Group's solid organizational and financial structure, and management's extensive international experience.

d. Possible seasonality

There is no relevant impact on consolidated electricity sales due to seasonality. The Company's physical guarantee is largely contracted for the coming years. Cancellation of contracted energy must be gradually negotiated in subsequent years and, in the case of non-contracting, it may be negotiated through short-term bilateral transactions or settled in the Short-Term Market (CCEE).

Additionally, the Company has other risk management tools, such as the seasonality of its physical guarantee of its hydroelectric generating park, in addition to generating complementarity among its various plants.

Additionally, the Company's hydroelectric power plants are part of the Energy Reallocation Mechanism (MRE), which plays a crucial role in ensuring the Brazilian electrical system's security and stability. The MRE was designed for its members to share financial risks when selling energy from hydroelectric power plants dispatched by the ONS on a centralized and optimized basis.

It minimizes long-term risk from selling energy and shares the risk among its member agents.

e. Main inputs and raw materials:

The Company's main raw material for its energy matrix includes water resources used in hydroelectric projects for which it holds concessions from regulatory agencies. Its energy matrix includes other energy sources, among which we would highlight the use of inputs and raw materials such as biomass.

e.1) Description of relationships with suppliers, including whether they are subject to government control or regulations, indicating the agencies and the respective legislation

Biomass

Lages Cogeneration Unit (UCLA) consumes biomass originated from the logging industry in the State of Santa Catarina's mountainous regions, having been conceived as a sustainable and ecologically correct alternative for disposal of waste from the logging process, allowing for the trading of carbon credits. The plant's basic supply is ensured by around 20 (twenty) mid-term contracts, with five (5) year terms, where the prices of purchased inputs (sawdust, chips, slabs, barks etc.) are priced according to their energy content and subject to annual revision, negotiated in light of the market reality.

Along with these regular biomass purchases, UCLA also makes complementary purchases in the region's spot market, thus contributing to the management of inventories kept there. Complementary acquisitions minimize the impacts of supply seasonality that characterize the extraction, processing and manufacturing of forestry inputs.

In other units that use this fuel, that is, TPP Ibitiúva and TPP Ferrari, biomass is supplied by consortium companies Consórcio Andrade and Ferrari Agro respectively, while the volumes supplied depend on these plants' generating capacity levels.

e.2) Possible dependence on a few suppliers

As mentioned in item c.1.2. above, there may be dependence on certain suppliers of inputs and raw materials due to supply limitations, mainly as a result of the Brazilian electricity sector's operating characteristics, as well as the technical specifications of equipment used in the facilities. So, the Company has few suppliers available and, for certain equipment items, it has only one supplier.

e.3) Possible volatility in prices

Input and raw material price volatility is related to varying inflation and exchange rates, as well as the prices used for adjusting contracts, as mentioned in item c.1.2. above.

1.5 – Main customers**a. Total revenue from customers**

There was no single customer that accounted for more than 10% of the Company's total net revenue in the last fiscal year.

b. Operating segments affected by customer revenues

Not applicable, since no single customer accounted for more than 10% of the Company's total net revenue in the last fiscal year.

1.6 – Relevant effects of state regulation

a. Need for government authorizations to carry out activities, and history of relationship with the public administration to obtain such authorizations

a.1) Government concessions, permits and authorizations

Companies or consortiums planning to build and/or operate hydroelectric facilities with power above 50 MW, or operate in energy transmission or distribution in Brazil must take part in bidding processes. Companies or consortia that wish to operate in commercialization, hydroelectric generation with power above 5 MW but not more than 50 MW, or in thermal generation above 5 MW must apply for authorization or permission from the Ministry of Mines and Energy (MME) or the electric regulatory agency (Aneel), whichever is appropriate. Concessions, authorizations and permits entail rights to generate, transmit or distribute electricity in a certain concession area for a defined period of up to 35 years for new generation concessions or 30 years for new transmission or distribution concessions. Under this rule, generating concessions prior to December 11, 2003 may be renewed or extended for another 20 (twenty) years at the Granting Authority's discretion as per legislation.

The publication of Provisional Measure No. 579, on September 11, 2012 (converted into Law No. 12,783 on January 11, 2013) introduced changes and new disciplines in relation to the extension of electricity concessions regulated by Law No. 9,074/ 1995. Under this rule, generating concessions granted before the publication of Law No. 8,987/1995 that have not been subject to bidding processes, may be extended once for a period of up to 30 years at the Granting Authority's discretion. Extension will depend on concessionaires stating their express acceptance of: (i) tariffs calculated by Aneel; (ii) allocation of quotas of physical guarantee of energy and power to distributors of the National Interconnected System (SIN); and (iii) compliance with the service quality standards set by Aneel.

Due to uncertainty concerning the renewal of concessions held by the Company and the conditions for renewals, prudence is required when defining accounting procedures, considering, for these purposes, limiting the depreciation period of assets included in the original project to the first concession period of these assets, since the interpretation of the specific legislation is that there is no certainty as to the granting authority paying out compensation for investments that have not yet been amortized by the end of the concession period.

Furthermore, considering that a significant number of electricity transmission concessions will be expiring as from 2025 (especially from 2030 onwards), Brazil's Federal Government has enacted Decree No. 11,314/2022 to regulate bidding processes and the renewal or extension of electricity transmission concessions under Law No. 9,074/1995. Decree No. 11,314/2022 stipulates the following:

- As a rule, once transmission concessions have ended, the Granting Authority will open public tenders for these concessions, rather than postponing their expiration. Current transmission concessionaires will be eligible to take part in these bidding processes.
- After a public consultation held by Aneel, concession periods may be extended if the public bidding is seen as unfeasible or harmful to the public interest. The public consultation's result and Aneel's decision must be submitted to the MME for its final decision on the renewal not later than 21 (twenty-one) months before the concession contract expiry date;
- New concessionaires, if applicable, will be responsible for compensation payments related to investments made by the previous holder if these investments have not yet been amortized or depreciated. This payment will be a condition precedent for executing a new concession contract; and

- In the event of renewal, any delay in signing the addendum will rule out the extension of the concession. The extension of concession terms will (i) occur without prior payment of compensation related to unamortized or non-depreciated investments; and (ii) depend on a concessionaire's acceptance of revenues and other conditions stipulated in the addendum.

Regarding the renewal process stipulated in Law No. 9,074/1995 and Law No. 12,783/2013, the application for renewal must be submitted at least 36 months before a concession agreement expires, together with evidence of good standing and compliance with tax and social security obligations, as well as commitments and charges involving public administration entities related to the operation of electricity transmission facilities. After submission of the renewal request, Aneel may make a recommendation as to whether a concession should be extended or renewed. After Aneel's recommendation on the matter, the process must be submitted to the MME, which will issue a final administrative decision as to whether the renewal should be granted to the concessionaire.

Among other provisions, Law No. 8,987/1995 states the conditions that concessionaires must fulfill to provide energy services, consumer rights, and concessionaire and Granting Authority obligations. Furthermore, the concessionaire must comply with current electricity sector regulations. The Concessions Law's main provisions are summarized as follows:

- **adequate services:** the concessionaire must provide adequate services in order to satisfy the parameters of regularity, continuity, efficiency, safety, timeliness, generality, courtesy the provision of services, reasonable tariffs and access to services.
- **strict liability:** the concessionaires are liable for all direct or indirect damages that arise from providing their services, or through outsourced contractors, regardless of their fault.
- **changes in controlling interest:** the Granting Authority must approve any direct or indirect change in the concessionaire's controlling interest.
- **intervention by the Granting Authority:** the Granting Authority may intervene in a concession in order to ensure adequate performance of services and full compliance with relevant contractual, regulatory and legal provisions if the concessionaire fails to fulfill its obligations.
- **reversion upon contractual term:** reversion upon the contractual term will apply with compensation of the portions of the investment linked to reversible assets that have not yet been amortized or depreciated, and that have been made to ensure continuity and timeliness of services.
- **production of electricity by Independent Producers and Self-Producers:** at the end of the concession or authorization period, the assets and facilities created for independent generation and self-production of electricity from hydraulic means will become part of the Federal Government's assets, subject to compensation for investments not yet amortized. To determine the amount of compensation to be paid, the amounts of subsequent investments, approved and made but not stipulated in the original project, and depreciation determined by the Granting Authority audit, will be considered. In the case of a TPP no compensation will be due for investments made, but the Independent Producer or Self-Producer is ensured the right to remove them.
- **early termination of concession:** the early termination of a concession contract may occur through expropriation, forfeiture, termination, annulment and/or bankruptcy or extinction of the concessionaire, and death or incapacity of holder in the case of an individual company. Expropriation consists of the early termination of a concession for reasons related to the public interest, through compensation; forfeiture consists of resumption of activity and assets granted by the Granting Authority after an administrative proceeding that ensures all rights and guarantees relating to a "due legal process", in which it is evidenced that the concessionaire, without justification: (i) failed to provide adequate or full services, based on the

rules, criteria, indicators and standards that define the quality of services; (ii) failed to adequately comply with its obligations stipulated in the concession contract or legal or regulatory provisions relating to the concession; (iii) suspended the service or contributed to its suspension, except in cases arising from unforeseeable circumstances or force majeure; (iv) no longer has the technical, financial or economic capacity needed to provide adequate services; (v) has not complied with any penalties imposed by the Granting Authority; (vi) has not responded to a Granting Authority summons to regularize the provision of services; and (vii) was found guilty in a final and unappealable decision for evading taxes, including contributions. The concessionaire is entitled to compensation *a posteriori* for its investments in reversible assets that have not been fully amortized or depreciated, after deducting any fines and damages owed by the concessionaire. Finally, contractual termination may be decided by mutual agreement between the parties or as a result of a non-appealable court decision rendered in a legal action brought by the concessionaire.

Considering exclusively the interpretation of the abovementioned legislation, according to which there is no guarantee of compensation from the Granting Authority for the residual value of assets comprising the original project at the end of the concession and authorization period for hydroelectric projects and, given the abovementioned need for prudence, the Company started depreciating these assets as from January 1, 2007 at the rates determined by Aneel, limiting them to the concession period, considering the Company's understanding that these rates represent the assets' useful lives, although legislation and contracts stipulate the possibility of renewing the concession. It should be mentioned that fixed assets acquired until January 1, 2007 were subject to the adoption of deemed cost based on the assessment of their fair values on January 1, 2009, the date of transition to the international accounting standards (IFRS) and new accounting pronouncements issued by Brazil's Accounting Pronouncements Committee (CPC).

a.1.1) Penalties Applicable to Concessionaires

Aneel's regulations stipulate sanctions and penalties against electricity sector agents and classify penalties based on the nature and materiality of violations (including warnings, fines, construction embargoes, interdicted facilities, temporary suspension of the right to bid for new concessions, permits or authorizations, prohibition to contract with Aneel or to receive authorization for electricity services and facilities, withdrawal or suspension of authorization for commercial operation, administrative intervention or forfeiture).

For each violation, fines may reach 2% of revenue arising from electricity sales and provision of services – after deduction of ICMS and ISSQN taxes – by the concessionaires in the 12-month period immediately prior to issuing a violation notice, as per Aneel's Regulatory Resolution No. 846/2019. Some violations that may lead to fines refer to the agent's failure to apply for Aneel's approval relating to:

- signing contracts between related parties in cases stipulated in the regulations;
- sale or assignment of assets related to services provided, as well as any encumbrances or liens (including any type of guarantee, deposit, surety, pledge or mortgage) on revenue from energy services; and
- amendment to the bylaws, share transfers that entail a change in shareholding control, or the concessionaire's corporate restructuring.

In the case of contracts signed between related parties, Aneel may at any time apply restrictions to their terms and conditions and, in extreme circumstances, order their termination.

Furthermore, in relation to delayed implementation of transmission projects under concession, the penalties to be applied will consist of contractual and public notice fines, rather than the fine based on Aneel's abovementioned Regulatory Resolution No. 846/2019, which will be used as from the beginning of commercial operations or merely on a subsidiary basis during the deployment period. This was Aneel's understanding expressed in Technical Note No. 53/2022-SFE/Aneel, which addressed the amount of the fine to be applied in cases of unjustified delays at the beginning of commercial operations of transmission concessions.

On this occasion, Aneel's understanding was that the penalty could be a fine of up to 10% of the amount invested in the project (corresponding to the budget of the concession's contract updated using the contractually stipulated annual adjustment index), to be calculated based on the phase of the project and length of delay, in addition to discounting, in the monthly installment, the permitted annual revenue ("RAP") of the transmission concessionaire through application of the Variable Portion Due to Delay ("PVA").

a.1.2) Concessions and Authorizations

The Company and its subsidiaries hold the following electricity concessions and authorizations:

a.1.2.1) Concessions for transmission of hydroelectric energy

Concession	Concessionaire	Date of act	Expiration
Lot 01 Auction No. 2/2017 (Paraná)	Gralha Azul Transmissão de Energia S.A.	03.08.2018	03.08.2048
Lot 03 Auction No. 2/2017 (Pará and Tocantins)	Novo Estado Transmissora de Energia S.A.	03.08.2018	03.08.2048
Lot 07 Auction No. 2/2022 (Pará)	Gavião Real Transmissora de Energia S.A.	09.30.2022	09.30.2052
Lot 05 Auction No. 1/2023 (Bahia, Espírito Santo and Minas Gerais)	Asa Branca Transmissora de Energia S.A.	09.29.2023	29.09.2053

Quality targets for public electricity transmission services

Aneel Regulatory Resolution No. 906/2020 relating to electricity transmission service quality, sets the penalties for failure to comply with the minimum quality standards stipulated therein.

As per the aforementioned Regulatory Resolution, transmission concessionaires will have their quality of service measured through indicators related to availability and operational capacity of their Basic Network facilities. Compliance with stipulated quality standards will be measured using each concessionaires' indices related to duration of shutdowns and temporary operating restrictions of Transmission Functions ("FT"), meaning the set of functionally dependent facilities that is jointly and severally considered for purposes of determining the provision of transmission services, comprising principal and complementary equipment.

In this respect, the ONS applies two factors that reduce a transmission concessionaire's permitted annual revenue ("RAP"), namely: (i) the Variable Portion due to Unavailability ("PVI"), which is the portion to be deducted from the base payment for scheduled shutdowns or others resulting from events involving the principal and/or complementary equipment of the Transmission Functions ("FT"), under the transmission concessionaire's responsibility, considering exceptions and conditions defined by Aneel; and (ii) the Variable Portion due to Temporary Operating Restriction ("PVRO", together with the PVI, the "Variable Portions"), which consists of the portion to be deducted from base payment due to temporary operating restriction existing in the FT, for which the transmission concessionaire was responsible, leading to a reduced operational capacity of the Transmission Function ("FT") itself.

a.1.2.2) Concessions for generation of hydroelectric energy

Concession	Concessionaire	Installed capacity (MW)	Date of act	Expiration
HPP Salto Santiago	ENGIE Brasil Energia	1,420	09.1998	11.2030
HPP Salto Osório	ENGIE Brasil Energia	1,078	09.1998	04.2031
HPP Passo Fundo	ENGIE Brasil Energia	226	09.1998	04.2031
HPP Itá	ENGIE Brasil Energia / Itasa	1,450	12.1995	12.2032
HPP Machadinho	ENGIE Brasil Energia	1,140	07.1997	10.2035
HPP Cana Brava	ENGIE Brasil Energia	450	08.1998	12.2035
HPP Ponte de Pedra	ENGIE Brasil Energia	176	10.1999	03.2037
HPP São Salvador	ENGIE Brasil Energia	243	04.2002	11.2041
HPP Estreito	CEE	1,087	11.2002	02.2047
HPP Jaguara	Jaguara	424	11.2017	06.2048
HPP Miranda	Miranda	408	11.2017	06.2048

In the Itá, Machadinho and Estreito plants, the Company directly and indirectly owns the equivalent to 1,126.9 MW, 414.8 MW and 435.6 MW, respectively of their installed capacities, which correspond to its equity interest and/or participation in the consortium.

Right to extend the concession – renegotiation of hydrological risk

The conditions for compensation through grant extension for MRE participants were established by Law No. 14,052, published on September 9, 2020, and regulated by Aneel Regulatory Resolution No. 1,035/2022. The legislation stipulates compensation for concessionaires of hydroelectric power plants participating in the MRE for effects caused by the so-called "structuring" generation projects, related to the provision of physical guarantees in advance, as well as to restrictions and delays in the start of operations of transmission facilities required to distribute the energy from these plants, thermal generation beyond the order of merit and importation, retroactively. As compensation, generators are assured the right to renew or extend their generating concession period for up to seven years.

On December 15, 2020, the Board of Directors approved the adhesion of the Company and its subsidiaries holding electricity generation concessions to this compensation through grant extension, as stipulated by Law No. 14,052/2020.

On March 2, 2021, the Electricity Trading Chamber ("CCEE") published the review of compensation calculations, which included: (i) application of the discount rate to calculate grant extensions; (ii) considering the impacts resulting from expiration of the Abengoa and Isolux concessions on the output from HPP Belo Monte; and (iii) recognition of the right of quota-based plants, under Law No. 12,783/2013, to compensation calculated per Law No. 14,052/2020.

Additionally, Law No. 14,182 enacted July 12, 2021 addressed, among other matters, the retroactive effects of the Generation Scaling Factor (GSF), and from then on included, for the purposes of renegotiating hydrologic risk addressed by Law No. 14,052/2020. losses caused between 2012 and 2014 to hydroelectric power plants contracted in the regulated market, which had already renegotiated hydrological risk in 2015. Therefore, it was explicitly stipulated that, for the period prior to initial validity of hydrological risk renegotiation, the entire physical guarantee of the plants would be considered as a portion of energy not renegotiated for reimbursement purposes. On September 9, 2021, the Electricity Trading Chamber ("CCEE") published the final revision of compensation calculations.

Aneel approved extended concession periods for plants belonging to the MRE that had not renegotiated hydrological risk in 2015 as from the publication of Ratifying Resolution No. 2,919, published on August 12, 2021. This approval covered the following Company plants: Salto Osório, Passo Fundo, Jaguara and Miranda. Additionally, on September 17, 2021, Ratifying Resolution No. 2,932 was published to approve the extension period for the concession of hydroelectric power plants participating in the MRE and affected by the new treatment of the period prior to the beginning of validity of the renegotiation of hydrological risk. This approval covered the following Company plants: Salto Santiago, Cana Brava, São Salvador and Ponte de Pedra. This same Ratifying Resolution covered the plants in which the Company participates through consortiums holding concessions, namely: Itá, Estreito and Machadinho, in which cases all consortium members agreed on the renegotiation in November 2021.

a.1.2.3) Authorizations for generation of small hydroelectric, wind and solar photovoltaic plants

Authorizations	Authorization holder	Installed capacity (MW)	Date of act	Expiration
Cogeneration Plants				
TPP Ibitiúva Bioenergética	Andrade Consortium ¹	33.0	04.2000	04.2030
TPP Lages	Lages	28.0	10.2002	10.2032
TPP Ferrari	Ferrari Thermoelectric	80.5	07.2007	07.2042
Small Hydroelectric Power Plants (SHP)				
SHP Rondonópolis	Tupan	26.6	12.2002	12.2032
SHP Eng. José Gelazio da Rocha	Hydropower	24.4	12.2002	12.2032
Wind power plants (EOL)				
Trairí Wind Farm	SPEs	212.6	09.2011 and 01.2015	09.2041 and 01 and 02.2045
EOL Campo Largo III, IV, VI and VII	CLWP Wind	118.8	07.2015	07.2050
EOL Campo Largo V and XXI	CLWP Wind	59.4	08.2015	08.2050
EOL Campo Largo I, II, XV, XVI and XVIII	CLWP Wind	148.5	05.2017	05.2052
EOL Campo Largo VIII to XIV, XVII, XIX, XX, XXII	CLWP Wind	361.0	12.2019	12.2054
EOL Tubarão R&D	ENGIE Brasil Energia	2.1	05.2015	NA ⁽²⁾
EOL Tubarão 2 R&D	ENGIE Brasil Energia	4.0	02.2021	NA ⁽²⁾
EOL Umburanas 1-3,5-6,9-11,13,15-16,18	Wind Umburanas	234.0	08.2014	08.2049
EOL Umburanas 8	Wind Umburanas	25.0	10.2014	10.2049
EOL Umburanas 17	Wind Umburanas	22.0	07.2015	07.2050
EOL Umburanas 19, 21, 23 and 25	Wind Umburanas	80.0	08.2015	08.2050
EOL Santo Agostinho 1, 2, 14, 21, 25 and 27	SPEs	149	05.2021	05.2056
Wind power plants – Under construction				
EOL Santo Agostinho 3-6, 13, 17, 18 and 26	SPEs	285	05.2021	05.2056
EOL Serra do Assuruá 1 to 24	SPEs	846.0 ³	11.2021	11.2056
Photovoltaic solar plant				
New Aurora	ENGIE Brasil Energia	3.0	04.2014	N/A ⁽²⁾
UFV Assú V	Assú V	34.0	06.2016	06.2051
UFV Paracatu 1 to 4	SPEs	132.0	05.2016 and 06.2016	04.2051, 05.2051 and 06.2051
UFV Floresta I to III	SPEs	86.0	05.2016 and 06.2016	04.2051 and 06.2051
Photovoltaic solar plants - Under construction				
UFV Assu Sol 1 to 16	SPEs	752.0	02.2022	02.2057

⁽¹⁾ Consortium members are Ibitiúva Bioenergética S.A. (72.9%) and Tereos Açúcar e Energia Brasil S.A. (27.1%).

⁽²⁾ For generating plants with power equal to or lower than 5 MW, the applicable legal instrument is registration.

⁽³⁾ There is a technical characteristic review process with Aneel to update the plant's installed capacity.

The Company's 22.9 MW of installed capacity at Ibitiúva Bioenergética plant corresponds to its equity interest and participation in the consortium.

a.1.3) Brazilian Electricity Sector's Structure

a.1.3.1) Ministry of Mines and Energy (MME)

The MME is the Federal Government's main authority for the energy sector and acts as Granting Authority on behalf of the Federal Government. Its main responsibility is to determine policies, guidelines and regulations for the sector. Subsequent to the approval of Law No. 10,848, on March 15, 2004 ("New Electricity Sector Model Law"²), the Federal Government, acting mainly through the MME, assumed certain responsibilities previously covered by Aneel. The duties assumed include drafting guidelines to govern the granting of concessions and issuing rules governing bidding processes for concessions of public services and electricity facilities.

a.1.3.2) National Electricity Agency (Aneel)

The Brazilian electricity sector is regulated by Aneel, an autonomous government agency. After the enactment of the New Electricity Sector Model Law, Aneel's main responsibilities now include: (i) regulating and supervising the electricity sector according to the policy determined by the MME; and (ii) responding to questions delegated to it by the Federal Government and the MME. Aneel's current responsibilities include the following: (i) supervising concessions for electricity generation, transmission and distribution activities, including approval of electricity tariffs; (ii) enacting electricity sector regulations; (iii) implementing and regulating exploration of energy sources, including hydroelectric energy; (iv) holding bidding processes for new concessions through delegation from the MME; (v) resolving administrative disputes between electricity sector agents; and (vi) determining criteria and methodology for setting transmission tariffs.

a.1.3.3) National Energy Policy Council ("CNPE")

In August 1997, the National Energy Policy Council ("CNPE") was created to develop and create the National Energy Policy. The CNPE is chaired by the MME and most of its members are Federal Government ministers. Its purpose is to optimize the use of Brazil's energy resources in order to ensure that demand is met.

a.1.3.4) National Electric System Operator ("ONS")

The ONS was created in 1998 as a private, non-profit entity consisting of generators, transmission and distribution companies, free consumers, and other agents such as electricity importers and exporters.

The "New Electricity Sector Model Law" granted Federal Government powers to appoint three members of the ONS Executive Board. The main role of the ONS is to coordinate and control the Interconnected System's generation and transmission operations, subject to Aneel's regulation and supervision.

² Law No. 10,848/2004, at the time of its discussion and publication, was known as the "New Electricity Sector Model Law". Bill 1917/2015 is currently being discussed by the Legislative Branch. It proposes a new Electricity Sector reform known as the "Modernization and Opening of the Free Energy Market Law".

The ONS' objectives and main responsibilities include: (i) planning electrical energy generation and transmission operations; (ii) organizing and controlling the use of the National Interconnected System ("SIN") and international interconnections; (iii) ensuring non-discriminatory access to the transmission network for all of the sector's agents; (iv) providing support to plan the electrical system's expansion; (v) submitting proposals to the MME for the Basic Network's expansion – said proposals will be taken into consideration when planning the transmission system's expansion; (vi) proposing transmission system operating standards for Aneel's approval; and (vii) developing an optimized dispatch program based on availability declared by generation agents.

a.1.3.5) Brazilian Electricity Trading Chamber ("CCEE")

As of 2004, the CCEE succeeded the Wholesale Energy Market ("MAE") and has absorbed all its activities and assets.

CCEE's main role is to make electricity trading possible in the National Interconnected System ("SIN"), being responsible for: (i) registering all energy trading contracts on the Regulated Contracting Environment ("ACR"), contracts resulting from contractual adjustments and contracts signed in the Free Contracting Environment ("ACL"); and (ii) accounting for short-term transactions and their settlement.

The CCEE consists of holders of electricity sector concessions, permits and authorizations, as well as Free Consumers and Special Consumers. Its Board of Directors consists of four members appointed by the agents, and one member appointed by the MME, who holds the position of Chairman of the Board of Directors.

Per Decree No. 5,163, of July 30, 2004, the calculation of the price of electricity purchased or sold in the short-term market – or "PLD" – is the responsibility of CCEE and takes into account, among other factors: (i) optimized use of electricity resources to cover system loads; (ii) agents' electricity needs; and (iii) the cost of the electricity deficit.

Aneel's Regulatory Resolution No. 957/2021 introduced the Electricity Trading Convention, which determines CCEE's structure and operating rules. Among other matters, it stipulates obligations and rights of CCEE agents, means of settling conflicts, conditions for trading electricity in the regulated and free markets, and the accounting recognition and financial settlement process for short-term market transactions.

As from January 1, 2017, CCEE became responsible for managing and operating the Energy Development Account ("CDE"), the Fuel Consumption Account ("CCC") and the Global Reversal Reserve ("RGR"), which used to be under the responsibility of Eletrobras, per Law No. 13,360 of November 17, 2016, which determined CCEE's role as manager of the aforementioned sectoral accounts.

a.1.3.6) Energy Research Company (EPE)

The creation of the EPE was authorized by Law No. 10,847, of March 15, 2004. As a federal public company, it undertakes analyses to support planning for the energy sector, including electricity, oil, gas, coal and renewable energy sources, as well as energy efficiency. Analyses and research developed by EPE support the formulation, planning and execution of MME's initiatives within the scope of National Energy Policy.

a.1.3.7) Electricity Sector Monitoring Committee ("CMSE")

On August 9, 2004, Brazil's Federal Government enacted the decree that created the CMSE as an entity chaired and coordinated by the MME, and consisting of representatives from Aneel, the National Petroleum Agency ("ANP"), CCEE, EPE and ONS. CMSE's main responsibilities are: (i) monitoring energy sector activities; (ii) assessing the electricity market supply and fulfillment conditions; and (iii) drafting proposals for preventive or remedial measures in order to maintain or restore secure electricity supply and services, and forwarding them to the CNPE.

a.1.3.8) New Electricity Sector Model Law (Law No. 10,848/2004)

The New Electricity Sector Model Law introduced significant changes in the electricity sector regulations in order to: (i) provide incentives for private and public companies to build and maintain generating capacity; and (ii) ensure electricity supply in Brazil through bidding processes. The main changes introduced by the New Electricity Sector Model Law include:

- creation of two markets for energy trading: (i) a market for the sale of electricity to concessionaires and energy distribution licensees, in order to guarantee the supply of electricity to captive consumers, by means of bidding procedures or auctions governed by strict public rules, said market to be named "ACR"; and (ii) an ACL, in which negotiations between energy generators, traders and end consumers are conducted bilaterally, thus enabling more dynamic competition between agents;
- obligation of the distribution companies to acquire enough energy to meet 100% of their demand;
- restrictions for certain activities of distributors, in order to ensure that these companies focus exclusively on providing public distribution services, ensuring more efficient and reliable services for captive consumers, avoiding any impacts on tariffs of costs arising from activities not related to the concession;
- assurance (own physical guarantee or third-party purchase contracts) for all contractually sold energy;
- mandatory purchase of electricity by distributors exclusively through auctions held by Aneel, eliminating the possibility of self-dealing in order to ensure that electricity is purchased at the lowest prices available on the market; and
- fulfillment of contracts signed before the effectiveness of the "New Electricity Sector Model Law", in order to ensure legal security to operations carried out before the law's enactment.

a.1.4) Energy Trading

The commercialization of energy as an autonomous activity is stipulated in the Electricity Sector Law and Decree No. 2,655 of July 2, 1998, and it is subject to a competitive regime in which several agents may participate, including generation companies, operating under a public service or independent production system, energy traders and importers.

a.1.4.1) Electricity Trading Markets

The “New Electricity Sector Model Law” states that negotiations involving the purchase and sale of electricity must be conducted in two different market segments that operate within the scope of the CCEE: (i) the ACR, which includes purchases made by distributors in public auctions to serve their captive consumers; and (ii) the ACL, which comprises direct sale of electricity between generation agents, traders and free consumers.

Electricity from (i) small generation capacity projects directly connected to low- and medium-voltage systems – distributed generation; (ii) plants that are eligible under Proinfa rules, as defined below; and (iii) HPP Itaipu, will not be subject to centralized auction processes for supplying energy to the ACR.

The electricity generated by HPP Itaipu is traded by Eletrobras and the volumes that must be purchased by each distributor are compulsorily determined by Aneel. The prices at which the energy generated by HPP Itaipu is traded with Eletrobras, are indexed to the US dollar and established in accordance with a treaty signed between Brazil and Paraguay. Provisional Measure No. 579, of September 11, 2012, converted into Law No. 12,783, on January 11, 2013, stated that the Federal Government may assume the effects of exchange rate variations on Itaipu Binacional energy transfer tariff. HPP Itaipu prices for end consumers are no longer subject to exchange fluctuation.

Energy distributors’ purchases from distributed generation processes, wind power sources and SHPs must follow a competitive publicly announced process to ensure publicity, transparency and equal access.

a.1.4.2) The Regulated Contracting Environment (“ACR”)

Under the “New Electricity Sector Model Law”, in the scope of ACR, the Energy Trading Contracts in the Regulated Market (CCEAR) must be signed between each generator and the SIN distributors, which must offer guarantees to generators. Amendments introduced by Law No. 13,360 of November 17, 2016 require contracts between distributors and generators to stipulate delivery of energy as from the year of the respective bidding process until the following year, and their terms must be from 1 year at least to 15 years at most. Contracts between distributors and new projects of generation companies provide for delivery of energy from the 3rd to the 7th year as from the respective bidding process, and durations of at least 15 years and at most 35 years.

In the ACR market, distribution companies purchase energy they expect to sell to their captive consumers through bidding processes regulated by Aneel and organized by CCEE. The electricity is purchased from generators, traders and importers, and purchases may be made through two types of bilateral contracts: (i) Energy Quantity Contracts; and (ii) Energy Availability Contracts.

Under an Energy Quantity Contract, selling agents undertake to supply a certain amount of electricity and assume the risk that the supply may be affected by hydrological conditions and low reservoir levels, among other factors that may affect the allocated energy. Otherwise, under the terms of the Energy Availability Contracts, the generator undertakes to keep its plant available for generation at any time upon request by the ONS, earning a fixed income regardless of its actual generation. The project’s cost of fuel resulting from the ONS dispatch order is borne by the contracting parties.

Distributors are required to contract 100% of their electricity needs. Insufficient electricity to supply the entire market is checked in CCEE's accounting recognition process and may lead to penalties for distributors.

Energy distributors have the right to pass on to their consumers any costs related to the electricity acquired through auctions, as well as any sectoral taxes and charges related to the auctions. Variations between estimated revenues, and the amounts actually required to honor energy purchase contracts are adjusted in the following cycle.

Reduction in Contracted Energy

Distributors may reduce the amount of energy contracted through the CCEAR in the following cases: (i) compensation for the exit of potentially free consumers from the regulated market to the ACL; (ii) deviations from demand estimates prepared by distributors, after two years of the initial demand declaration, in which case the reduction could reach up to 4% per year of the initially contracted amount; and (iii) increase in the amounts of energy acquired through contracts signed before March 17, 2004.

Compulsory Reduction in Consumption

The "New Electricity Sector Model Law" establishes that, in a situation in which the Federal Government decrees a compulsory reduction in energy consumption in a given region, all Energy Quantity Contracts on the ACR, registered by the CCEE, must have their respective volumes adjusted in the same proportion as the reduction in consumption.

a.1.4.3) The Free Contracting Environment ("ACL")

The sale of energy between generation companies, independent producers, self-producers, electricity traders, energy importers and free consumers is carried out on the ACL.

Free Consumers - end consumers who can purchase electricity directly from generation agents or traders. The criterion for eligibility to become a free consumer is to have a minimum load equal to or greater than the limit established by law and applicable norms, which has been 500 kW since January 2023. As from January 2024, per Ordinance 50/2022, any consumer using high voltage services will be eligible.

Special Consumers - are those who have a minimum load of 500 kW or more, individually or together, depending on pre-determined conditions, and they may choose to contract electricity from generating projects using specific sources, namely biomass plants, wind, solar energy, SHPs or qualified cogeneration systems. Since January 2023, there is no longer an obligation to purchase from specific sources for this category of consumers, so each individual is free to choose the most beneficial energy source.

Government-owned generation companies, as well as private generation companies, may sell electricity to free consumers; however, government-owned companies must do so through public bidding processes that ensure transparency and equal access to all interested parties.

Electricity Purchases in accordance with the New Electricity Sector Model Law

On July 30, 2004, Law No. 10,848/2004 was published to regulate the purchase and sale of energy in the ACR and ACL markets, as well as the authorizations and concessions for energy generation projects, including rules related to auction and bidding procedures, the format for energy purchase contracts and the method for transfer to end consumers, among other matters.

The regulations state that all agents purchasing electricity must contract their entire demand according to the new model's guidelines. On the other hand, selling agents must demonstrate that the electricity they have available for sale is backed by their own existing generation facilities or energy purchase contracts. Selling agents who do not comply with these requirements will be subject to penalties for insufficient guarantees.

a.1.5) Energy Auctions

Distributors must contract 100% of their expected electricity demand for their respective concession areas. To this end, distributors must purchase energy at auctions regulated by Aneel (as mentioned previously, there are some exceptional situations where the supply of electricity to a distributor does not require holding regulated auctions, either because the purchase of energy is compulsory – as in Itaipu's case – or because contracting is authorized through public notice – Distributed Generation, wind power sources, SHPs, biomass), either for purchase from previously existing or new generation projects.

Energy auctions for new generation projects will be held from 3 to 7 years before initial delivery date (known as "A-3", "A-4", "A-5", "A-6" and "A-7" auctions), in accordance with changes in the mechanism for contracting on the regulated market when Law No 13,360, of November 17, 2016, which resulted from Provisional Measure No. 735, of 2016, was converted into law.

There will also be auctions of energy from existing generation facilities held five years before the initial delivery date until [sic] months before delivery date (year "A" and "A-1").

Each selling agent contracting sale of energy through the auction will sign a CCEAR with each distributor, in proportion to the demand declared in the distributor's intention to purchase. The CCEARs for new energy auctions are for terms ranging from 15 to 30 years, while CCEARs for existing energy auctions are for terms ranging from a few months to 15 years. Contracts arising from adjustment auctions will be limited to a period of two years.

After each auction is concluded, generators and distributors sign a CCEAR stating the terms, conditions, prices and amounts of contracted energy. Distributors submit guarantees in favor of generators for which purpose they may choose between bank guarantee, receivables in amounts equivalent to 100% of the average value of the three most recent CCEAR-related invoices, or assigning Bank Deposit Certificates (CDBs).

a.1.5.1) Adjustment Auctions

Adjustment auctions are stipulated by Article 26 of Decree No. 5,163/2004 and by Aneel Regulatory Resolution No. 1,009/2022 in order to supplement the energy load needed to serve a distributors' consumer market, up to a limit of 5 % of this load.

a.1.5.2) Reserve Energy Auction

The purpose of reserve energy auctions is to sell reserve energy as a means of heightening the security of electricity supplies in the SIN that come from plants specially contracted for this purpose, whether new or existing generation projects.

a.1.5.3) Alternative Sources Auctions

Auctions for alternative sources are regulated by Decree No. 6,048, of February 27, 2007, which partly amends the wording of Decree No. 5,163, of July 30, 2004. They were introduced as mechanisms to serve the distributors' consumer market.

a.1.5.4) Transmission Auctions

Brazil's Constitution states that the development, use and sale of electricity may be carried out directly, by the Federal Government, or indirectly by granting concessions, permits and authorizations to other public agents, as well as to private companies. By delegation from the MME (<http://www.mme.gov.br/>), Aneel is in charge of the bidding processes for granting concessions for transmission lines and substations in Brazil.

EPE and ONS, together with the MME, are analyzing plans for the transmission system's expansion in order to ensure that the SIN has adequate capacity and flexibility to meet growing demand, the outflow of energy from new generation sources, the connection of new consumers and the expansion of regional interconnections that can tap the climatic and market diversity found in a country of continental dimensions such as Brazil, thus enabling more efficient use of energy resources.

Unlike generation, transmission planning is determinant. As a reference, the grid's sizing with N-1 reliability criteria (output from a transmission element) is assumed, and more severe situations are also tested (double contingencies, N-2), which must be supported without causing systemic collapse. In this respect, the studies that have been developed, which include technical-economic and social-environmental analyses of alternatives for expansion, will point out the facilities of the basic grid (lines and substations with voltages equal to or higher than 230 kV) that will soon be auctioned or authorized by Aneel regulatory agency, after approval from the MME.

a.1.5.5) Limitation on Transfer of Acquisition Costs

In relation to transferring electricity acquisition costs from auctions to end consumer tariffs, the Government has introduced a mechanism known as "Annual Reference Value" ("VR"), which is a weighted average of electricity acquisition costs for year "A" for all distributors, arising from the "A-5" and "A-3" auctions and Structuring Projects.

The VR is an incentive for distributors to purchase their electricity needs at auctions as far in advance as possible, and it is applied to limit the extent to which costs are passed on to consumer tariffs by following the criteria stipulated in the Decree.

a.1.5.6) Contracts signed before the New Electricity Sector Model Law

The New Electricity Sector Model Law stipulates that energy purchase contracts closed by distributors, and signed and approved by Aneel before the enactment of said Law, cannot be changed to extend the terms or raise the prices or volumes of energy that have already been contractually agreed.

a.1.6) Deverticalization within the scope of the New Regulatory Framework

Deverticalization in the electricity sector was a process applicable to companies that operated a vertically integrated model, in order to segregate electricity generation, transmission and distribution activities, and it was implemented in Brazil from 1995 onwards.

The deverticalization process had the following objectives: (i) preserve the identity of each concession, avoiding contamination in the formation of costs and in the remuneration base of public service activities, so that economic-financial balances of each concession could be gauged to boost transparency in management and keep the market and society fully informed of the concession's results; and (ii) stimulate the electricity sector's competitive aspects for segments in which competition is possible (generation and trading), while also improving the regulation system in segments where there is a grid monopoly (transmission and distribution).

Law 10,848/2004 determines that holders of concessions, permits and authorizations for public electricity distribution services operating in the SIN are not allowed to carry out the following activities: (i) energy generation energy (except distributed generation); (ii) energy transmission; (iii) selling energy to free consumers

located beyond their concession area; or (iv) directly or indirectly hold equity in other companies, except if this is done to fund, invest and manage the resources required to provide services and when so stipulated in the concession contracts, or activities other than their corporate purpose, except in legally stipulated cases and in the respective concession contracts.

The above restrictions do not apply:

- to the supply of energy to isolated electric systems;
- to serve their own market, as long as it is under 500 GWh/year; and
- to funding, investments or loans for use by the distributor itself or a company belonging to the same economic group, upon previous consent from Aneel.

Likewise, generation or transmission companies operating in the SIN must not be affiliates or parent companies that are developing electricity distribution activities in the SIN.

Electricity distribution, transmission and generation companies had to adapt to the deverticalization rules by September 2005. This period could be extended by Aneel only once if they effectively proved that the rules could not be followed due to factors beyond the control of the concession, permission or authorization holder.

a.1.7) Financial Guarantee of Financing

Law No. 10,604/2002 stated that public electricity service concession and permit holders may only offer rights arising from their concession, permission or authorization or any other assets related to the provision of public service, in guarantee of loans, financing or any other transaction related to the respective concession's purpose. Exceptionally, they may offer guarantees to fund electricity generation projects in which they directly or indirectly participate, and which were granted before the law in question came into force.

Aneel Regulatory Resolution No. 948/2021 stated that public electricity service concessionaires interested in providing guarantees for previously awarded electricity generation projects, must submit a request for authorization to Aneel, stating the amount, terms and other conditions for their operation. Such guarantees may only be created to support funding for goods and services used to implement the generation projects in question, as long as they belong to the same controlling group as the public electricity service concessionaire's guarantor.

This type of guarantee will be authorized for the period corresponding to the project's construction, expiring 180 days after starting commercial operations, characterized by the operation of the last Generating Unit, respecting the date set forth in the plant's deployment schedule approved by Aneel. The above Resolution No. 948/2021 also determines the methodology used for calculating limits to be respected by concessionaires: (i) depending on their indebtedness/total liabilities ratio; or (ii) due to the internal generation of funds calculated annually in the period covered by the guarantee in question.

The contractual request must include financing agents' express waiver of any action or right against Aneel or the Granting Authority resulting from concessionaires' failure to meet their commitments. The contracting instrument must also state that the use of the proceeds from any compensation for reversible assets for payment to creditors will be limited to the amount of unpaid debts.

a.1.8) Financial guarantees for energy trading

On a monthly basis, CCEE calculates and requires all agents to provide financial guarantees based on its analysis of their Short-Term Market ("MCP") exposure for the month to be recognized and settled. If an agent does not provide the full amount of required guarantee, their contracts will not be fully recognized in the month. Any agent that does not fully provide the required guarantee will have started the process of leaving CCEE.

a.1.9) Compensation of the Generation Companies

Generators generally do not have tariffs set for provision of their services nor a guarantee of economic-financial balance set forth in their grants or concession contracts. Quota-holding plants are exceptions to this rule.

Generators may sell their energy: (i) to distributors, through public auctions regulated by Aneel, the so-called "regulated auctions"; (ii) to distributors, through the distributor's own auctions, for distributed generation; or (iii) to their end consumers in the ACL, through trading agents, for freely negotiated prices and supply conditions.

The energy trading capacity of a generation agent is not generally associated with its effective generation, but rather with its physical guarantee defined by the MME. For each type of project (hydroelectric, thermoelectric, wind etc.) specific criteria are defined for calculating and reviewing physical guarantees.

For example, the MME determines physical guarantee for hydroelectric generation projects based on computational models for statistical treatment of the history of uptakes in the region in question, its river water flows, and water levels in each of the plants over multi-year periods.

Physical guarantee amounts for hydroelectric projects may be reviewed every five years by the MME, or upon occurrence of material facts, up to a limit of 5% of the amount determined by the most recent review, limited to 10% of the amount stated in the respective contracts signed with the Granting Authority.

a.1.10) Surplus and Deficit Compensation Mechanism ("MCSD")

This mechanism enables surpluses and deficits of energy amounts contracted in the ACR to be reallocated across distribution agents and generators. The mechanism has several modalities, some open to the participation only of generation companies, others only of distribution companies and still others where the participation of both is allowed.

a.1.11) Surplus Sales Mechanism ("MVE")

Mechanism that allows distributors to sell surplus energy. In cases of sales related to amounts within the regulatory limit or involuntary over contracting, part of the benefit received is reversed in favor of the consumer during the tariff adjustment process. Distribution agents that have contractual surpluses of electricity may act as sellers in the MVE, while free contracting consumers, special consumers, concessionaires, permission holders and authorized generation agents, traders and self-producer agents that are in compliance with the CCEE may act as buyers at the time of declaring intention to purchase.

a.1.12) Energy Reallocation Mechanism (“MRE”)

The MRE mechanism was created to distribute hydrological risk across hydroelectric generation projects. All hydroelectric generation companies with centralized dispatch are compulsory MRE members; in addition, SHPs may join the mechanism on certain conditions. The MRE transfers surplus production from those plants that produced more than their physical guarantee to other members whose logged generation was less than their respective physical guarantees. Energy transfers under the MRE are remunerated by a tariff known as the Optimization Energy Tariff (“TEO”), which covers the average operating and maintenance costs incurred by hydroelectric power plants. The Itaipu power plant has its own TEO.

a.1.12.1) MRE Allocation

The MRE is allocated through a four-step process, as detailed below:

1. gauge whether total net production within the MRE reaches total physical guarantee levels of the MRE members as a whole;
2. check whether any generator's generated volumes were above or below their physical guaranteed volumes;
3. generators that have produced more than their respective physical guarantee must transfer the excess energy to generators that have generated less than their physical guarantee. Any excess energy generated, known as “optimized energy”, is reallocated firstly among generators within the same submarket, and, then among different submarkets, in order to ensure that all MRE members reach their respective physical guarantee levels; and
4. (i) after step (3) above, if all MRE members have reached their physical guarantee levels and there is a balance of energy produced, additional net generation, designated “Secondary Energy”, must be allocated across generators in the different submarkets; (ii) after step (2) or (3) above, if all MRE members have failed to reach their physical guarantee levels, then MRE members will purchase their shortfall of missing energy from the PLD.

MRE generator members that produce energy exceeding their physical guarantee levels get compensated for their variable operating and maintenance (O&M) costs plus expenses for royalties charged on water use. If the agreed physical guarantee levels cannot be reached, the generators must pay O&M and *royalty* costs for the use of water to the generators that produced more than their respective physical guarantee levels during the same period.

In situations in which MRE generators as a whole lack sufficient net energy produced to reach the MRE's physical guarantee levels, the allocated physical guarantee is lowered in order to reflect actual MRE generation numbers. In other words, generators receive an allocated energy level that is based on the ratio of their physical guarantee level in relation to that of the MRE as a whole, multiplied by the amount actually generated. Even if some MRE generators generate more than their physical guaranteed levels, if the MRE as a whole is unable to reach the full physical guarantee levels, those generators will nevertheless get allocated physical guarantee levels that will be below their physical guarantee levels.

If the MRE generators as a whole lack sufficient net energy produced to reach physical guarantee levels, the MRE generators must purchase energy from PLD in sufficient quantities to reach their respective physical guarantee levels in the local market. The MRE's mechanism attempts to ensure that all members reach their respective physical guaranteed levels, regardless of amount contracted.

a.1.12.2) Renegotiation of Hydrological Risk

Law No. 13,203 of December 8, 2015, addresses the renegotiation of hydrological risk for electricity generation relative to the energy contracted in the ACR and ACL markets by payment of a risk premium by generators in favor of consumers. The renegotiating rules state options for choosing the hydrological risk level to be assumed by generators, who, in turn, promise to pay a risk premium set by Aneel over the term of the energy sales contract. This contracting mechanism enables a limit to be set to financial exposure of hydroelectric generators in the CCEE. More details of the functioning of the ACR and ACL markets may be found in the item "Electric Energy Trading Environment".

a.1.12.3) Secondary Energy

The total surplus energy after applying the MRE's previous stages is distributed proportionally to the physical guarantees of its participants, and is known as "Secondary Energy". This energy must not be used as sales guarantee in bilateral or regulated contracts, and must be paid at the PLD in the scope of the CCEE.

a.1.12.4) Generation Scaling Factor (GSF)

The GSF is derived from the ratio between the total amount of hydroelectric energy produced by all MRE members and the respective amounts of assured energy. A GSF below "1" means that hydroelectric energy generated will be less than the allocated physical guarantee and, as such, hydroelectric companies would be exposed to the MCP. By renegotiating hydrological risk, GSF's effects for different risk levels may be mitigated.

a.1.13) Incentives for Alternative Energy Sources

Since the enactment of Law No. 10,438 on April 26, 2002, some incentives have been created for alternative sources of electricity generation such as: (i) Proinfa, administered by the MME, which guarantees to eligible generators that Eletrobras will purchase the electricity generated for a period of 20 years and financial support from BNDES; (ii) reduced tariffs for use of electricity distribution and/or transmission systems (for production and consumption) at a discount of not less than 50%; (iii) special conditions for migration to the ACL with a load between 500 kW and 3 MW (known as "special consumers", whose ceiling is currently 2MW, as per Ordinance No. 514 of 2018), provided that these consumers acquire electricity from generators that use alternative sources of electricity, thus growing the consumer market for these producers; and (iv) the Electricity Compensation System (*net metering*) for micro and mini generators connected to distribution systems.

Law No. 14,120 of 2021, arising from the conversion of Provisional Measure No. 998 of 2020, for new plants and for extended concession award periods, stipulates the end of discounted tariffs for using the distribution and/or transmission system mentioned in item (ii) above. Nevertheless, the aforementioned law stipulates transitional rules, so that companies that apply for a concession award or grant by February 2022 and that have all their generating units operating by February 2025, will be entitled to tariff discounts. The Law also stipulates that the Granting Authority shall set the guidelines for appraising environmental attributes of these sources by February 2022.

a.1.14) Sector Charges

a.1.14.1) Tariff for Use of Distribution Systems ("TUSD")

The Tariff for Use of Distribution Systems ("TUSD") is charged to generators and free consumers for using the distributor's system to which a generator or free consumer is connected, and the tariff is adjusted annually to take into account variations in its components. TUSD comprises grid operation and maintenance costs, sector charges, investment remuneration and depreciation. Currently, TUSD consists of two parts, one known as "TUSD Charges", depending on the electricity used, and the other called "TUSD Wire", charged on contracted demand. A monthly charge per point connected, to be paid by the respective agent connected to the distribution system, is calculated by multiplying the amount (kW) by the tariff (R\$/kW) set by Aneel.

Generation projects using alternative sources, subject to legal conditions, are eligible for TUSD discounts ranging from 50% to 100%, applicable to TUSD paid by both the generators, and consumers who purchase energy from these generators.

Discounts offered to alternative energy generators and their respective consumers are recognized separately by distributors and considered in tariff reviews or adjustments subsequent to granting the discount, so as to avoid any impact on the concessionaires' economic-financial balances.

a.1.14.2) Tariff for Use of Transmission Systems ("TUST")

The Tariff for Use of Transmission Systems ("TUST") is paid by distributors, generators and free consumers for their use of the basic grid, and it is adjusted annually by Aneel to track: (i) inflation; and (ii) annual revenues allowed for transmission operators, including expansion costs determined by Aneel.

As per the criteria established by Aneel, owners of different parts of the transmission network transferred the duty of coordinating the operation of their facilities to the ONS, in exchange for receiving regulated payments from the transmission system's users. Grid users, including generators, sign contracts with the ONS that enable them to use the transmission network in exchange for paying its published tariff charges.

a.1.14.3) Itaipu Transmission Tariff

HPP Itaipu has a transmission grid that is operated in alternating and direct current, which is not considered part of the basic grid or intermediate transmission system. The use of this system is remunerated by a specific tariff called "Itaipu Transmission", paid by companies holding shares in the energy produced by HPP Itaipu, proportionally to their shares.

a.1.14.4) Charge for Use of Water Resources ("Royalties")

Holders of concessions or authorizations for using hydraulic potential must pay, as compensation for using water resources, 6.75% of the value of the electricity produced. Payment is due to the states, the Federal District and municipalities in which their operation is located, or which have areas flooded by water from the respective reservoir, and to entities belonging to the Federal Government's Direct Administration.

a.1.14.5) Energy Services Inspection Fee ("TFSEE")

The TFSEE was introduced by Law No. 9,427 of December 26, 1996 and regulated by Decree No. 2,410 of November 28, 1997. In 2013, it was modified by Law No. 12,783/2013. This is an annual fee that varies depending on the type of service charged in proportion to the size of the concession, permission or authorization (including independent energy production and self-production).

The TFSEE reaches 0.4% of annual economic benefit received by a concessionaire, permission holder or authorized entity and must be paid directly to Aneel in twelve monthly installments.

a.1.14.6) Global Reversal Reserve ("RGR")

The RGR was created in 1957 by Decree No. 41,019 (revoked by Decree No. 10,810/2021) to provide the funds needed to reimburse agents when their concession is terminated or expropriated. As of February 1999, Aneel started charging a fee and requiring all distributors and certain generators operating under public services arrangements to make monthly contributions to the RGR, at an annual rate equivalent to 2.5% of the fixed assets of the operating company, but it must not exceed 3% of its total operating revenue in any given year.

Law No. 12,783 of January 11, 2013, released, as from January 1, 2013, the payment of the annual RGR: (i) concessionaires and distribution permit holders; (ii) transmission concessionaires auctioned as from September 12, 2012; and (iii) transmission and generation concessionaires which had their concession extended or which were subject to bidding processes under the terms of this law.

a.1.14.7) Energy Development Account ("CDE")

The CDE was created to support: (i) the development of energy production throughout Brazil; (ii) energy production from alternative energy sources (wind, coal, gas and biomass); and (iii) social objectives, such as universalizing energy services throughout Brazil, reducing the cost of electricity for low-income citizens, and preserving the coal industry in Brazil's Southern Region. The CDE is paid by all end consumers of energy through charges for using transmission and distribution systems.

For thermoelectric plants that use coal produced in Brazil, the aforementioned Law requires that the CDE be used to subsidize up to 100% of coal costs. As per the applicable legislation, there is a minimum quantity of coal that must be purchased by plants in order to ensure that Brazil retains certain levels of coal production. An important point to note is that legislation for the CDE states that new plants can be charged the CDE only if they have sufficient financial capacity to cover their respective additional expenses.

Additionally, plants fueled with Brazilian coal help to diversify energy sources in Brazil and prevent from the need to import coal, thus contributing to the balance of payments. It is important to highlight that the CDE is not a subsidy paid out by the public treasury, but a charge paid by all end consumers of electricity.

On April 19, 2022, Aneel published Resolution No. 1,016/2022 to determine procedures for reimbursing costs of fuel for generation projects using Brazilian coal, through the CDE. This resolution states that the fuel-cost criterion will depend on a generating plant's level of efficiency.

Furthermore, Aneel Regulatory Resolution No. 1,016/2022 introduced procedures for planning, forming, processing and managing Coal and CCC portions associated with the CDE. Aneel Regulatory Resolution No. 1,016/2022 revoked Aneel Regulatory Resolution No. 801/2017, but maintained the fuel cost criteria based on a generating plant's efficiency level.

a.1.14.8) Contribution to Research & Development (R&D)

Distribution, generation and transmission companies must invest at least 1% of their net operating revenue in R&D each year. SHPs, solar, wind and biomass energy projects are exempt from this requirement.

a.1.14.9) Fossil Fuel Consumption Account ("CCC")

The CCC is an economic subsidy paid by all energy consumers to cover the cost of fuel used for producing electricity in isolated systems. Law No. 12,783 of January 11, 2013 states that funds to cover these subsidies will henceforth come from the CDE sector fund, and no longer from directly charged quotas.

a.1.14.10) Energy Security Charges ("ESS-SE")

ESS-SE charges are used to fund thermoelectric plants dispatched for energy security reasons as a result of a decision made by the Electricity Sector Monitoring Committee ("CMSE").

Until March 2013, plants that were dispatched outside the order of economic merit were not included in the formation of the PLD spot price, and the corresponding costs were paid exclusively by load, that is, by distributors (with transfer to captive consumers) and free consumers.

CNPE Resolution 03/2013 of March 6, 2013 changed the arrangements for apportioning these costs to include payment by other agents, generators and traders.

As from August 1, 2013, hydrological risk aversion mechanisms have been factored into models used to set PLD (discrepancy settlement price). Therefore, dispatch and price formation models tend to anticipate thermoelectric dispatch by incorporating the cost of these plants into the PLD. The CNPE continues to retain the prerogative of dispatching thermoelectric plants outside the order of merit, so as to ensure energy security. This additional cost is shared across all market agents in proportion to their amount of energy traded or sold.

This altered rule meant additional costs for generators and suppliers, who believe that they are undue, which prompted associations representing generators and suppliers to file a legal challenge against the new rules. Generators and suppliers are exempt from this charge due to a court injunction that is pending final and unappealable judgment.

a.1.14.11) Default of Sector Charges

The "New Electricity Sector Model Law" states that failure to pay the contribution to RGR, Proinfa, CDE, CCC, and other payments due for the purchase of electricity in the ACR or from HPP Itaipu, will prevent the defaulting party from receiving tariff adjustments (except for extraordinary revisions) or funds from the RGR, CDE or CCC.

a.1.15) Information on the gas transportation activity carried out by the jointly controlled subsidiary "TAG"

Additionally, the Company operates in the natural gas transportation and storage segment in general through its jointly controlled "Transportadora Associada de Gás S.A." (TAG). For more details see item 6.5 of this Reference Form.

b. Main aspects regarding the issuer's compliance with legal and regulatory obligations for environmental and social issues**b.1) Principles and Environmental Management**

The Company's environmental management considers the balance between its operations and environmental conservation, in order to reduce the impact for the environment and promote the sustainable use of natural resources, guided by principles and guidelines stated in the Sustainable Management Policies and the Environmental Policy defined by the ENGIE Group, which are guided by Climate, Biodiversity, Water, Forests and Circular Economy aspects.

Our Sustainable Management Policies and the Environmental Policy can be found on the Company's website (<https://www.Engie.com.br/investidores/governanca-corporativa/estatuto-social-codigos-e-politicas/>).

To ensure compliance with these guidelines and promote adequate environmental management, the Company's integrated management system encompasses aspects of quality, environment and social responsibility, as well as occupational health and safety. This system's procedures, tools and environmental programs provide the basis for controlling risk and identifying opportunities for operational improvements in processes and services.

The Sustainable Management Policy ensures that electricity is produced in accordance with legal requirements common to all plants, or those specific for each business project. In addition, all stakeholders' communications concerning quality, environment, social responsibility, occupational health and safety and energy management are entered into the system and managed, so that they can be duly monitored and answered.

The Preamble to our Environmental Policy ratifies the Group's adhesion and support to international environmental protection principles: the UN Global Compact and Sustainable Development Goals, OECD Guiding Principles and the Paris Climate Accord.

Additionally, an important point to note is that the ENGIE Group has set itself ambitious global targets for 2030 known as "Non-Financial Objectives", such as reducing water usage, lowering Greenhouse Gas Emissions, boosting production of renewable energy, biodiversity and other aspects.

b.2) Integrated Management System Guidelines for Quality, Environment, Social Responsibility, Occupational Health and Safety, and Energy Management (SIG)

Operational	Maximize energy generation, following ONS planning, preserving environmental conditions and ensuring safety for projects.
Environmental	Generating energy in compliance with safety standards, rational use and preservation of natural resources, preventing pollution and controlling environmental risks, acting primarily in a preventive manner.
Property	Using areas strictly necessary for projects, reallocating remaining areas for social and environmental use, detecting and preventing their irregular use.
Relationship with society	Participating in the life of local communities located in areas of influence of the projects, seeking to identify their needs and expectations and help to fulfill them, providing open and ongoing means of communication with them.
Health and safety	Preserve the physical and mental integrity of all employees, service providers, suppliers, customers and visitors, by recognizing, assessing and controlling hazards and risks, continually improving processes, equipment and workplaces.
Climate change	Prioritize renewable energy sources in its energy matrix and processes, invest in Research & Development, work on Clean Development Mechanism projects and other sustainable solutions in order to act as a promoter of sustainable development.
Social responsibility	Promote sustainable development, improved quality of life and social inclusion, prioritizing childhood and adolescence, education and socio-cultural appreciation in the regions where it operates, upholding ethics and integrity, transparency and dialogue with stakeholders.
Energy Management	Continuously enhance energy performance for generation processes, ensuring availability and feasibility of resources, and supporting the acquisition of products, services and projects to reach more efficient energy targets.

b.3) Environmental aspects and impacts

The environmental aspects and impacts arising from the Company's activities, products and services are identified in accordance with the procedures defined by the SIG and managed with a focus on prevention or mitigation based on processes and criteria from three management spheres, aligned with the Sustainable Management Policy.

b.4) Management of environmental aspects and impacts

	- Definition of criteria and procedures.
Operating control	- Implement physical structures and controls, such as environmental emergency kits, job instructions, containment barriers for leaks, water-oil separator systems and other items.
Emergency response	- Identifying possible emergency situations and developing Environmental Emergency Response Plans that enable the intervention needed at the most opportune time to prevent or minimize environmental impacts.
Measurement and monitoring	- Draft Environmental Monitoring Plans to monitor activities that may generate significant aspects and impacts.

b.5) Certifications and legal compliance

In 2023, ENGIE Brasil Energia obtained the recommendation for Recertification of the Integrated Management System - SIG in the NBR ISO 14001.2015 (Environmental Management System), NBR ISO 9001.2015 (Quality Management System) and NBR ISO 45001.2018 (Occupational Health and Safety) standards. Currently, ENGIE's portfolio has been certified for 80.9% of energy generated by its assets in 2023. Therefore, the Integrated Management System covers 11 power plants operated by the Company. In addition to the plants, its headquarters are certified in accordance with these standards.

Thus, the certified Integrated Management System covers 11 plants and the headquarters.

Additionally, looking ahead to future certification, the Company is planning to implement a certifiable Integrated Management System for its wind power plants.

The ISO 14001 international standard sets the requirements for environmental management of an enterprise, in particular, assessing environmental aspects and their associated impacts, continuously improving the organization's performance in prevention and control of pollution in compliance with the environmental legislation, and management of emergency situations.

All plants in the Company's generating complex have the environmental authorizations and licenses required by the relevant entities, complying with conditions applicable to the three phases of the project: Preliminary Environmental License (LP) (project feasibility assessment), Environmental Installation License (LI) and Environmental Operating License (LO).

The Company is constantly evaluating and adjusting its operations and procedures in order to meet legal standards and fulfill the voluntary commitments made.

b.6) Environmental Management Objectives, Goals and Programs

In line with the principles of its Sustainable Management Policy, the Company periodically defines its environmental objectives and goals, which give rise to Environmental Management Programs. The programs determine the initiatives to be developed, as well as the persons responsible for implementing actions, and their deadlines in order to enhance the environmental performance of its ventures as they develop their activities.

b.6.1) Environmental programs and projects developed at the plants

- **Socio-environmental studies for implementation of new ventures:** developed within the scope of environmental licensing to evaluate different aspects and possible social-environmental impacts, required for licensing processes before deploying new plants, focusing on terrestrial and aquatic flora and fauna, quality of surface and underground waters and erosion, socio-economic environment and other issues. These studies are submitted for public consultation whenever necessary, as well as to the analysis by the relevant entities in order to ensure compliance with all material aspects for stakeholders. Additionally, a point worth noting is that environmental programs are continued throughout the useful life of projects, within the scope of the environmental licensing process.
- **Spring conservation program:** the Company also develops spring conservation projects in partnership with government and third sector organizations. This program has already recovered more than 2,400 springs and has been nominated for some awards; at the end of the year, it was recognized as finalist for the Sustainable Bahia Seal awarded by the Government of the State of Bahia.
- **Promotion of biodiversity and environmental parks:** as part of the environmental compensation required to deploy projects, the Company finances and supports programs and partnerships that create and run environmental conservation units in order to conserve biodiversity in areas around its reservoirs, among which the following stand out:
 - **Fritz Plaumann State Park:** located in Concórdia, in the State of Santa Catarina (SC), the park was implemented in partnership with private companies, the Santa Catarina Environmental Institute (IMA) and the civil society, enabling protection and use of the most important area of the remaining Deciduous Seasonal Forest (Uruguay River's Forest).
 - **Teixeira Soares Natural Municipal Park – Uruguay River Forest:** the park is part of the environmental compensation for deploying HPP Itá and it is located in the municipality of Marcelino Ramos (RS). It aims at expanding protected areas through environmental education and adaptation of ecological and rural tourism activities, among other development projects integrated with environmental conservation objectives.
 - **Jacob Private Natural Heritage Reserve (RPPN):** located at Nova Ponte, in the State of Minas Gerais. This 358-hectare conservation unit was created in 1997 as part of the environmental compensation to implement HPP Miranda. A point worth mentioning is that ENGIE signed a partnership with the Instituto Estadual de Florestas (IEF) of Minas Gerais to develop the ASAS Project (Wild Animals Release Area) to receive and release animals leaving Cetras (Wild Animals Treatment and Rehabilitation Center), mostly species that have been victims of trafficking or mistreatment.
 - **Vargedó Farm:** located in the municipality of Castro, State of Paraná, it is considered part of environmental compensation for the Gralha Azul Transmission Line. Its goal is to recover degraded areas that total 228 ha within an area of just over 700 ha.
- **Environmental Publicity Center (CDA) at Itá HPP:** located at Itá, in the State of Santa Catarina (SC), the educational projects developed focus on the community and include thematic exhibitions, library, videos and photographic archives containing social and environmental information about the region and programs developed by the power plant.
- **Community relationship program:** the Company is developing a series of relationship initiatives with local communities around its plants in order to show them our activities and inform them about environmental conservation and social development.

- **Biodiversity Matrix Program:** ENGIE has mapped the status of biodiversity throughout the area of influence of its energy generating plants in Brazil. As an unprecedented initiative in the sector, the Biodiversity Matrix project presents an “x-ray” of fauna and flora near the projects in five of the six Brazilian biomes: Atlantic Forest, Pampa, Caatinga, Pantanal and Cerrado. The objective is to help set the guidelines for environmental management in order to reinforce the protection of threatened species and ecosystems. In 2023, ENGIE Brasil Energia rolled out its program at the Miranda Hydroelectric Power Plant, in Minas Gerais, where the highlight was the development of an action plan 100% integrated with asset management tools in order to incorporate them into teams' management and operating routines.

These planned initiatives became part of the biannual planning for the Jacob Private Natural Heritage Reserve (RPPN), an important hub for relationships with various stakeholders in the region. Public visitation activities at the unit were reopened in 2023 and its research support program was reset through partnerships with educational institutions and regional and international researchers.

At the Campo Largo Wind Complex, the strategic evaluation and update of the project's action plan began at the end of 2023. One of the highlights of this review is the inclusion of International Union for Conservation of Nature (“IUCN”) methodology, used for determining threatened species and planning ecological management to focus on Nature-Based Solutions (“SBN”).

In order to adapt to new global guidelines on the topic, the program has been restructured and expanded, ensuring most robust governance and enabling a more effective analysis of its impact's materiality. Thus, it will be possible to qualify and quantify the Company's biodiversity footprint and enhance initiatives with positive impacts for several Brazilian biomes.

- **Reservoirs:** The reservoir area for hydroelectric power plants and their surroundings are the legal responsibility of the Company and its subsidiaries, which have local teams for environmental and social security surveillance purposes.

Furthermore, the Company encourages the multiple use of these areas by the communities, establishing partnerships with municipalities to create artificial beaches, areas reserved for fishing, motorboating and other leisure activities, as well as irrigation for agriculture and livestock. These uses are evaluated considering the current environmental legislation and the guidelines of the Environmental Plan for the Use and Conservation of the Surroundings of Artificial Reservoirs (“PACUERA”), which is prepared by the Entrepreneur and presented in a Public Consultation for subsequent approval by the Environmental Agency responsible for licensing the project in question.

b.7) Consolidated Environmental Indicators**b.7.1) Emissions*****b.7.1.1) Management***

The Company is constantly monitoring its Greenhouse Gas Emissions and, therefore, developing and applying various techniques, practices and processes to minimize them, such as:

- disposal of ashes from the combustion of biomass (wood waste and sugarcane bagasse) that is retained in agricultural and forestry equipment.
- implementation of a videoconferencing system in all plants or regional units to reduce commuting and Greenhouse Gas Emissions.
- preparation, since 2010, of a company-wide Greenhouse Gas Emissions Inventory as per Brazilian GHG Protocol guidelines, including third-party assurance of the document's contents. The 2023 inventory will be published in full on the Company's website as an annex to the 2023 Sustainability Report.

b.7.1.2) Indicators

In 2023, the Company's Scope 1, 2 and 3 of atmospheric carbon dioxide (CO₂) emissions totaled approximately 672,000 tons – down 39% from 2022, mainly due to the sale of the Pampa Sul Thermoelectric Plant, whose data were collected only until its sale (May 2023). This initiative ensures ENGIE Brasil Energia's ranking as Brazil's leading generator of 100% renewable electricity, according to its ongoing strategy of prioritizing investments in more renewable energy source projects, such as wind and solar power plants and transmission infrastructure.

The Company is committed to improving corporate initiatives and strategies to reduce Greenhouse Gas (GHG) emissions through its structured Climate Journey Program, in addition to adapting practices and processes for the energy transition scenario. It is, therefore, striving to contribute decisively to slow climate change and its impacts, in line with the principles of the Paris Accord and the Sustainable Development Goals (SDGs) and, especially, the Group's ambitious commitment to reach NetZero Carbon by 2045.

Furthermore, the Company has solutions in its portfolio to support other organizations on the path to decarbonization. To this end, ENGIE offers Green Products to the market: Carbon Credits (CDM), Renewable Energy Contracts (ENGIE-REC) and Renewable Energy Certificates (I-RECs), which neutralize and/or offset GHG emissions from Corporate Emissions Inventories Scopes I, II and III.

b.7.2) Clean Development Mechanism (CDM)

Since 2012, the Company has been obtaining registrations with the United Nations Framework Convention on Climate Change (UNFCCC) for Clean Development Mechanism (CDM) projects comprising renewable, wind and solar energy generation assets. These projects are able to earn carbon credits (Certified Emissions Reduction – CER) in the following annual totals:

- Trairi: 42,630 CERs;
- Guajiru: 56,411 CERs;
- Mundaú: 45,705 CERs;
- Flexeiras I: 51,048 CERs;
- Santa Monica: 211,875 CER;
- Campo Largo (phase I): 778,875 CER;
- Campo Largo (phase II): 789,381 CER;
- Umburanas: 992,458 CER;
- Assú V: 45,893 CER; and
- Santo Agostinho: 802,691 CER (project pending UNFCCC's full registration).

In 2023, the Company carried out its first issue of carbon credits for EBE's wind and solar projects totaling more than 4 million tons of CO₂e avoided over the period from 2013 to 2020.

b.7.3) Direct Energy Consumption

b.7.3.1) Management

The Company's production process uses electricity partly generated in-house and partly from the SIN, especially during periods when plants are providing support for the SIN. Reactive support is one of the supplementary services provided by some agents for the SIN that are known as "Ancillary Services", in order to boost the system's quality and stability. To promote this support, some hydroelectric power plants' generating units operate as synchronous compensators on certain occasions by consuming active energy and simultaneously generating reactive energy support required by the system. Energy directly from fossil fuels is used mainly at our thermoelectric plants, as shown in the "fuels" item.

Fossil fuels consumed indirectly for electricity arises mainly from employees transportation. Therefore, management initiatives for energy consumption developed by the Company focus on measures such as more use of dual-fuel cars, prioritizing ethanol in its fleet of vehicles, and holding teleconferences in order to minimize employee travel to reduce Greenhouse Gas (GHG) emissions.

b.7.3.2) Indicators

In 2023, the Company consumed 20.23 GWh of energy from the grid, which corresponds to 72.857 thousand GJ to operate the power plants of its generating complexes, to produce 43,184 GWh of gross electricity.

b.7.4) Water***b.7.4.1) Management***

The Passo Fundo, Machadinho, Cana Brava, São Salvador, Estreito, Ponte de Pedra and Itá HPPs also have control over effluents from drainage wells, through a system that separates water from oil from the effluents generated in the engine room.

The Company has a system in place to use drainage water from the dam's inspection galleries at the Salto Osório, Itá and Machadinho HPPs, reducing the use of chemical products in water treatment at these plants.

It is worth noting that one of ENGIE Group's non-financial objectives, with a horizon of attainment in 2030, is the reduction by 70% of water consumption due to the energy produced, using 2019 as a reference base.

b.7.5) Hazardous Waste***b.7.5.1) Management***

Hazardous waste management includes packaging, temporary internal storage, transportation and final disposal, in compliance with environmental licensing regulations, international treaty standards and other applicable legal requirements.

The Company adopts preventive measures against leaks - such as the use of safety data sheets for chemical products, the implementation of containment barriers and adequate vehicle signage – and only hires companies duly qualified and licensed within the national territory for this type of transport.

b.7.6) Non-Hazardous Waste***b.7.6.1) Management***

The Company strives to reutilize, reuse or recycle its non-hazardous waste, in order to avoid the environmental impact of its disposal and extraction of new materials from nature.

Light and heavy ashes resulting from the burning of mineral coal to generate electricity correspond to approximately 95% of the total volume of waste destined in 2023.

Light ashes are sold to the cement industry as an input, replacing limestone in the composition of pozzolanic cement.

Heavy ashes are used as a base for asphalt paving on highways and to neutralize soil acidity in the recovery of coal waste deposits, due to its high pH.

b.7.6.2) Indicators

In 2023, the Company recovered 80% of its total waste disposal.

Waste disposal in 2023 (tons)

FINAL DISPOSAL OF WASTE BY TYPE (ton)			TPPs	HPPs	Complementary	Headquarters	Transmission	2023
Class	Status	Final disposal						
HAZARDOUS	Discharged	Stored (awaiting feasible volumes for final disposal)	-	19.01	1.00	0.01	-	20.02
		Landfill	-	6.26	17.35	0.08	-	23.69
		Incineration	0.04	-	1.42	-	-	1.46
	Reused	Co-Processing	3.14	112.53	10.01	0.29	-	125.97
		Recycling	2.77	14.46	97.77	7.40	-	122.4
		Stored (awaiting feasible volumes for final disposal)	-	32.72	124.57	0.45	-	157.74
NON-HAZARDOUS	Discharged	Landfill	49.23	16.48	60.62	19.03	5.20	150.56
		Composting	515.41	35.32	94,845.98	8.63	-	95,405.34
		Co-Processing	17.98	16.16	5.03	2.63	-	41.8
	Reused	Recycling	16,658.69	220.13	333.67	14.70	0.39	17,227.58
		Recovery of Degraded Areas	58,197.61	-	-	0.02	-	58,197.63
		Reuse	-	0.47	2,859.25	-	-	2,859.72
		Use as Fuel	-	-	-	-	15.51	15.51

b.7.7) Fuels

b.7.7.1) Management

The Company continually develops research and studies to generate energy through renewable sources, in order to minimize the consumption of fossil fuels, a depletable source with greater environmental impact.

In addition to water sources, which correspond to most of its portfolio, the Company has 56 wind farms, 9 photovoltaic power plants and 3 biomass thermoelectric plants. The latter do not require fossil fuels since they are fueled by wood waste (Lages Cogeneration Unit) or sugarcane bagasse (TPP Ibitiúva Bioenergética and TPP Ferrari), so their environmental impact is reduced by avoiding extraction of non-renewable natural resources and disposal of waste, while also reducing Greenhouse Gas emissions.

b.7.7.2) Indicators

In 2023, Engie's thermoelectric plant consumed 0.53 thousand GWh (1.92 million GJ) of fossil fuel, which was used only until May 2023, after which there were no more thermoelectric plants in the Company's portfolio.

b.7.8) Biodiversity

The Company continuously monitors areas around its reservoirs and develops programs to conserve flora and fauna. Combined with management initiatives, these programs ensure the biodiversity and environmental conditions required for the conservation and development of species before, during and after reservoirs are filled.

Furthermore, the Company invests in Research and Development projects focusing on conservation of endangered species and environmental education initiatives, raising the awareness of communities and the society in general regarding the importance of conserving the environment.

The Company's initiative of identifying areas around its projects in order to detect biodiversity conservation opportunities is worthy of note.

b.7.8.1) Fauna

During the construction of a hydroelectric power plant, the Company carries out the study and rescue of animals in the region during the period of vegetation suppression and formation of the reservoir, and maintains preservation strips along its edges for the development of local flora and fauna. The process of chasing away and/or rescuing animals also occurs when other generation or transmission assets are implemented.

Species that may be a focus for health problems that affect local populations are also monitored and controlled through periodic studies and surveys - including insects and snails that transmit diseases and venomous animals – and the Company is developing accident prevention programs.

b.7.8.2) Flora

The Company monitors the flora of regions where it operates, collecting seeds and flowers to be studied, cataloging and subsequently producing seedlings, thus hoping to ensure the continuity of native species through reforestation and recovery of vegetation and riparian zones in areas surrounding our plants and local communities.

The Company's botanical gardens enrich forest replacement practices by recovering riparian strips or areas in general, in addition to being places for environmental education programs for visitors.

b.7.8.3) Ichthyofauna

Through ichthyofauna research projects, the Company seeks to understand the dynamic balance established during the formation and maturity of lakes to adopt specific management at each plant, minimizing this process' impacts for the species. A standout among key initiatives developed is the repopulation of rivers through laboratory reproduction of fingerlings of native species.

Through Itá and Machadinho Consortiums, the Company is conducting joint research with the Freshwater Fish Laboratory (Lapad) of the Federal University of Santa Catarina ("UFSC"), reproducing fingerlings of endangered species in the region, such as "piracanjuba", "dourado", "curimbatá" and "piava", among others.

In 2017, our R&D project named "Technology for the formation of germplasm banks and production of native fish for stocking (repopulation) in the Iguaçu River" was completed together with Aneel, which rated the project as "excellent" due to the results achieved and the perspectives proposed.

In 2019, the Company started a new project to protect the ichthyofauna: "Development of Control Techniques and Studies of the *Pimelodus maculatus* Species in the Suction Tube and Downstream of HPP Machadinho". The project aims to study mechanisms to expand the possibilities of conservation of this species, considering the impacts arising from the Power Plant's operations.

b.7.9) R&D and DNA

In December 2020, a new R&D project called "Development and Application of Genetic Tools in Monitoring the Ichthyofauna of Hydroelectric Power Plants Reservoirs" was initiated. This project is a partnership between ATGC (startup and biotech incubated by the UFPR Innovation Agency) and ENGIE Brasil Energia. Its overall objective is to develop genetic/molecular tools using next generation sequencing, apply them for environmental monitoring and analysis of the ichthyofauna genetic structure at the reservoir of the São Salvador Hydroelectric Power Plant, in the State of Tocantins).

b.7.10) Costs and investments in environmental management

In 2023, the Company invested R\$27 million in the implementation and maintenance of environmental protection initiatives, installation of cleaner technologies, personnel, control of atmospheric emissions, environmental education and training, external certification, external environmental management services, and personnel allocated to general environmental management activities.

b.8) Social issues

Although specific human rights regulations in Brazil are not binding on companies, there is an increasingly strong trend towards the proliferation of new regulatory instruments stipulating the duties to be fulfilled by companies with regard to respect for human rights across all business strategies.

Resolution No. 5/2020 of the National Human Rights Council offers support for the stance that companies should take in relation to human rights, showing that companies are responsible for human rights violations due to their activities, which extends across their entire production chains.

ENGIE's operations are guided by best practices on this topic, including the UN's Guiding Principles on Human Rights and Business. The Company's commitments and guidelines for acting on and respecting human rights in its projects, operations and production chain are regulated by its Human Rights Policy.

c. Dependence on patents, trademarks, licenses, concessions, franchises, royalty contracts relevant for the development of activities.

The Company depends only on concessions and authorizations from the Granting Authority to conduct its professional activities. For more details on authorizations and concessions, see the item "1.6.a" above.

d. Financial contributions made directly or through third parties, indicating the respective amounts:**d.1) In favor of occupants or candidates for political office**

After the judgment of ADI 4650, the Company has not made financial contributions in favor of persons holding political positions or candidates.

Additionally, in the year ended December 31, 2023, no director or officer made financial contributions in favor of persons holding political positions or candidates.

d.2) In favor of political parties

After the judgment of ADI 4650, the Company has not made financial contributions to political parties.

Additionally, in the year ended December 31, 2023, no director or officer made financial contributions in favor of political parties.

d.3) To fund the exercise of influence in public policy decisions, notably the content of regulatory acts

After the judgment of ADI 4650, the Company has not made financial contributions to fund the influence in public policy decisions, particularly regarding the content of regulatory acts.

Additionally, in the fiscal year ended December 31, 2023, no director or officer made financial contributions to fund the influence in public policy decisions, particularly regarding the content of regulatory acts.

1.7 – Material revenues in issuer's home country and abroad**a. Revenue from customers attributed to the Company's home country and its share in the Company's total net revenue**

In the last fiscal year, all of the Company's net revenue came from Brazil, where its headquarters are located.

b. Revenue from customers attributed to foreign countries and its share in the Company's total net revenue

In the last fiscal year, all of the Company's net revenue came from Brazil, where its headquarters are located.

1.8 – Material effects from foreign regulations

Not applicable, since the Company does not have revenues originated abroad.

1.9 – Environmental, social and corporate governance information (ESG)**a. If the issuer discloses ESG information in an annual report or other specific document for this purpose**

The Company's social, environmental and governance information is mainly disclosed in its Sustainability Report, prepared annually. Other instruments for disclosing ESG information are also used, focused on specific audiences or events, such as: Presentations and releases of quarterly results, Management Reports, Visits Program, website and social media, among others.

b. The methodology or standard followed in preparing this report or document

The Company adopts the guidelines of the Global Reporting Initiative (GRI), Standard version, and, since 2019, of the Sustainability Accounting Standards Board (SASB) to prepare its sustainability report.

c. If this report or document is audited or reviewed by an independent entity, identify that entity, if applicable

The Sustainability Report is verified and assured by an independent entity. In the Report for the year 2023, the company responsible for verification and assurance was Bureau Veritas.

d. The internet address where the report or document can be found

The Company's Sustainability Report for the fiscal year ended December 31, 2023 is available at: <https://www.Engie.com.br/investidores/esg/relatorios-de-sustentabilidade/>.

e. If the report or document produced considers disclosure of a materiality matrix and ESG key performance indicators, and which are the material indicators for the issuer

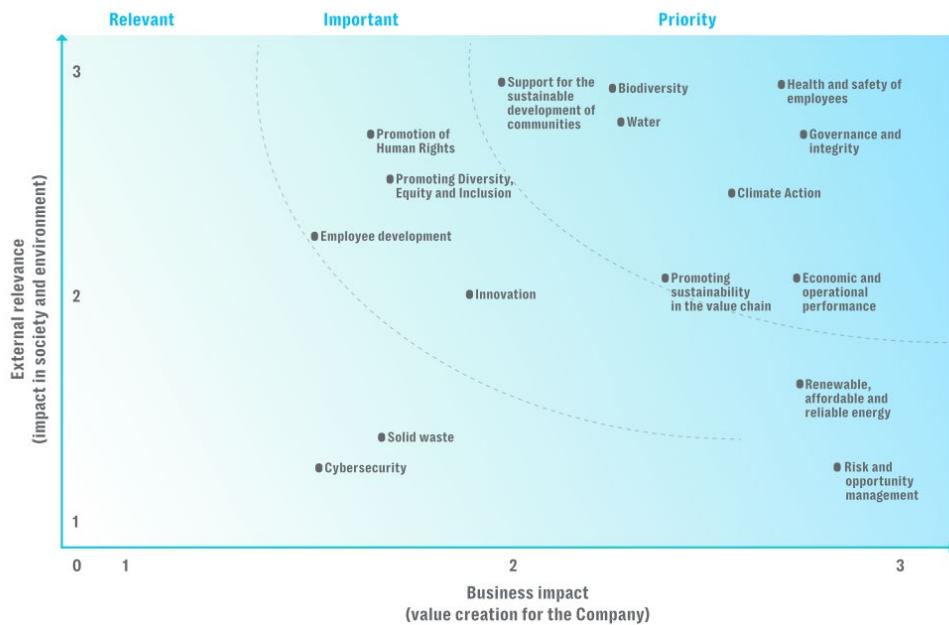
To guide the Sustainability Report for the fiscal year ended December 31, 2023, the Company developed a "Materiality Study" to review topics listed in previous years, and identify new topics that may be relevant for both the insertion of ESG aspects in business strategy and disclosures targeted at stakeholders. In this respect, a double materiality exercise began, adding to the analysis of the social-environmental impact of the business on society and the environment, the perspective of how social and environmental means can impact (or potentially impact) the performance of the Company and its subsidiaries, in association with corporate risk management.

Therefore, the materiality review included a combination of analyses, including:

- Environmental, social and governance aspects most relevant for the Company, its subsidiaries and key stakeholders, identified in the internal and external contexts;
- Risks and opportunities related to these topics, already monitored by the Company and its subsidiaries, which may impact our long-term ability to create or protect value;
- The extent to which these topics impact the financial performance of the Company and its subsidiaries – classified as severe, moderate or low, as per the classification adopted in the Risks and Opportunities Matrix;
- The classification of the topic in ENGIE Group's 2023 Materiality Matrix;
- The extent of the impact – whether just inside, outside, or both inside and outside the organization.

Based on these analyses, material topics and their respective performance indicators were proposed and assessed by the Company in terms of monitoring and reporting feasibility, considering effective management of these topics, as well as the operating and strategic issues involved. A chart showing ENGIE Group's 2023 materiality is shown below, including external relevance and value creation axes.

Materiality 2023



Topic	GRI Indicator
Governance and integrity	2-9; 2-12; 2-13; 2-26; 2-27; 205-1; 205-3; 406-1
Risk and opportunities management	3-3
Innovation	3-3
Economic and operating performance	201-1; EU1; EU2
Promotion of value chain sustainability	308-1; 308-2; 414-1; 414-2
Cybersecurity	418-1
Renewable, affordable and reliable energy	3-3
Employee health and safety	403-3; 403-9
Promotion of diversity, equity and inclusion	405-1
Support to the sustainable development of communities	413-1
Biodiversity	304-1; 304-2; 304-3; 304-4
Water	303-1; 303-2; 303-3
Solid waste	306-1; 306-2; 306-3; 306-4; 306-5

Our Materiality (Impact) Study review underpinning the report was based on relevant topics listed in 2022, after extensively engaging with local communities by holding Sustainability Panels — an in-person, multi-stakeholder event to identify social-environmental aspects and impacts arising from the Company's activities. In addition to power plant employees, community leaders, educators, local suppliers and representatives of third sector entities and public bodies were asked to point out the positive and negative impacts of the Company's presence in each territory, as well as its potential contribution to sustainable development.

Held from August to November 2022, the Panels involved local communities located in the surroundings of eight hydroelectric power plants operated by the Company, in addition to its headquarters, gathering around 430 people. Along with the panels, individual interviews were conducted with other members of these communities – particularly public administrators, in order to expand listening. The process was coordinated by a specialized consulting firm - in order to ensure impartiality and balanced gathering of opinions.

It is worth noting that the sustainability panels are a recurring practice of the Company. In 2019, there was a broad dialogue process involving communities, with participation of some 600 people. In 2021, still under the impact of the pandemic, the activities involved 93 people from seven Brazilian states living next to nine projects of the Company.

f. If the report or document considers the Sustainable Development Goals (SDGs) established by the United Nations Organization and which SDGs are material to the issuer's business

The SDGs considered material in the Sustainability Report, which encompasses the activities of the Company and all its subsidiaries, are indicated below:

Topic	Material SDGs
Governance and integrity	16
Risk and opportunities management	8
Innovation	9
Economic and operating performance	7, 8, 9
Promotion of sustainability in the value chain	12, 13, 16, 17
Renewable, affordable and reliable energy	7, 13
Employee health and safety	3, 8
Promotion of diversity, equity and inclusion	5, 10
Support to the sustainable development of communities	4, 5, 10, 17
Biodiversity	6, 13, 15
Water	6
Solid waste	12

g. if the report or document considers the recommendations from the Task Force on Climate Change-Related Financial Disclosures (TCFD) or financial disclosure recommendations from other recognized entities related to climate issues

Yes, for the Sustainability Report for the fiscal year ended December 31, 2023, the Company considered the recommendations from the Task Force on Climate Change-Related Financial Disclosures (TCFD).

h. If the issuer carries out Greenhouse Gas emission inventories, indicating, if applicable, the scope of inventoried emissions and the internet page where additional information can be found

The Company carries out a consolidated inventory of all its subsidiaries, which is prepared based on the concepts, principles and guidelines established by the GHG Protocol methodology, published by the Brazilian GHG Protocol Program ("PBGHGP"), using its specifications for accounting, quantification and publication of Corporate Greenhouse Gas Emission Inventories. Equations provided by the Intergovernmental Panel on Climate Change (IPCC) are also used for calculating emissions from certain sources and sinks.

The structure of the report follows the specifications of the ISO 14.064:2022 standard - Greenhouse Gases Management System – International Organization for Standardization. The ENGIE Group's total GHG emissions were calculated and classified in Scope 1 (direct emissions), Scope 2 (indirect emissions due to acquired energy and system losses) and Scope 3 (other indirect emissions) and the Inventory is verified by an independent external party, consolidating data from the two approaches used by the Program: operating control and equity interest.

The complete and consolidated inventories of the Company and its subsidiaries can be checked in the link: <https://www.Engie.com.br/investidores/informacoes-financeiras/>.

i. Explanation of the issuer regarding the following conducts, if applicable:

i.1) Non-disclosure of ESG information

Not applicable. The disclosure of ESG information is carried out as mentioned in item 1.9.a. above.

i.2) Non-adoption of a materiality matrix

Not applicable. The disclosure of the materiality matrix is carried out as mentioned in item 1.9.e. above.

i.3) Non-adoption of ESG key performance indicators

Not applicable. The disclosure of ESG key performance indicators is carried out as mentioned in item 1.9.e. above.

i.4) Non-performance of an audit or review of the ESG information disclosed

Not applicable. The audit or review of disclosed ESG information is carried out as mentioned in item 1.9.c. above.

i.5) Failure to consider the SDGs or failure to adopt recommendations related to climate issues, issued by TCFD or other recognized entities, in the ESG information disclosed

Not applicable. Information regarding the SDGs is presented in item 1.9.f. In relation to the recommendations issued by the TCFD, the Company has made efforts to comply, with an increasingly greater level of depth, for Financial Disclosures Related to Climate Change. More details are available in the Company's Sustainability Report and CDP report.

i.6) Non-performance of Greenhouse Gas emission inventories

Not applicable. Disclosure on the performance of Greenhouse Gas emission inventories is carried out as mentioned in item 1.9.h. above.

1.10 – Information about mixed capital companies**a. Public interest that justified its creation**

Not applicable, considering that the Company is not a mixed capital company.

b. Issuer's activities to comply with public policies, including universalization goals

Not applicable, considering that the Company is not a mixed capital company.

c. Price formation process and rules applicable to setting tariffs

Not applicable, considering that the Company is not a mixed capital company.

1.11 – Acquisition or disposal of material assets

There was no acquisition or disposal of any material asset that would not qualify as a normal operation in the Company's business in the fiscal year ended December 31, 2023.

1.12 – Corporate operations/Capital increase or reduction

Corporate Operations

The Company's main corporate operations carried out in the fiscal year ended December 31, 2023, are described below, expressed in local currency (in millions of reais), except where indicated:

a. Signing of a purchase and sale contract for acquisition of a photovoltaic set

On October 28, 2023, the Share Purchase and Sale Agreement ("Agreement") was signed between ENGIE Brasil Energia Complementares Participações Ltda. ("ECP"), a direct subsidiary of the Company, as buyer, and GIP Helios II S.A. ("GIP"), as seller, which regulates the acquisition by ECP of all shares issued by Atlas Energia Renovável do Brasil S.A. ("Atlas Renovável") and Atlas Brasil Energia Holding 2 S.A. ("Atlas Holding 2" and, together with Atlas Renovável, jointly referred to as "Atlas") and, consequently, of the shares issued by the photovoltaic complexes of Juazeiro, São Pedro, Sol do Futuro, Sertão Solar and Lar do Sol held by Atlas ("Assets"). The signing of the Agreement by ECP and the operations included therein were approved at the Company's Board of Directors' Meeting held on October 27, 2023.

The installed capacity and commercial capacity of the parks total 545 average MW and 145.1 average MW, respectively. The total acquisition value will be approximately R\$3,240 million, divided between the purchase price, in the amount of up to R\$2,269 million, and Atlas' net debt, in the amount of approximately R\$971 million, which will now be consolidated. The amounts involved may be modified (*earn-out*) according to the achievement of certain conditions set out in the Contract, being subject to adjustments until the date of closing of the transaction.

The closing of the transaction was subject to the fulfillment of certain precedent conditions negotiated between the parties in the Contract, including the approval by the Administrative Council for Economic Defense - CADE, among other suspensive conditions usually applied for operations of this nature, and it took place on March 6, 2024.

More detailed information about the aforementioned acquisition can be verified (i) in the minutes of the Board of Directors' meeting held on October 27, 2023; as well as (ii) in the material fact disclosed by the Company on October 30, 2023, available on the Company's investor relations webpage at <https://www.engie.com.br/investidores> and on the webpage of the Securities and Exchange Commission ("CVM") at www.cvm.gov.br.

b. Issuance of preferred shares of an indirect subsidiary

On June 7, 2023, an Investment Agreement was signed between Itaú Unibanco and the Company's subsidiary, ENGIE Brasil Energias Complementares Participações Ltda., regulating the subscription by Itaú of preferred shares of the indirect subsidiary (Maracanã Geração de Energia e Participações) in the amount of R\$1 billion, representing 100% of preferred shares and 12.34% of Maracanã's share capital.

More detailed information about said operation can be verified in the material fact disclosed by the Company on June 7, 2023, available on the Company's investor relations webpage at <https://www.engie.com.br/investidores> and on the webpage of the Securities and Exchange Commission ("CVM") at www.cvm.gov.br.

c. Disposal of material assets

c.1) Sale of the Pampa Sul Thermolectric Plant (TPP Pampa Sul)

On September 15, 2022, the Share Purchase and Sale Agreement was signed between the Company, its subsidiary ENGIE Brasil Energia Comercializadora Ltda. (as sellers) and the companies Grafito Fundo de Investimento and Perfin Space X (as buyers), aiming at disposing the total equity interest held by the Company in TPP Pampa Sul. The sale of TPP Pampa Sul, located in Candiota (RS), with installed capacity of 345 MW and that used mineral coal as an energy source, followed the decarbonization strategy of the Company and the ENGIE Group, directing efforts and investments to renewable energy projects.

On May 31, 2023, after fulfillment of the precedent conditions, the sale of the entire equity interest in Pampa Sul was completed. The total economic benefit from the sale to the Company was R\$450 million, subject to certain conditions and adjustments provided for in the Contract, and the assumption of Pampa Sul's net debt by the buyers, in the approximate amount of R\$1.6 billion.

More detailed information about said operation can be verified (i) in the material fact disclosed by the Company on September 15, 2022; and (ii) in the material fact disclosed on June 1, 2023, available on the Company's investor relations webpage at <https://www.Engie.com.br/investidores> and on the Securities and Exchange Commission ("CVM") webpage at www.cvm.gov.br.

c.2) Sale of partial equity interest in Transportadora Associada de Gás – TAG

The Company's Board of Directors, in a meeting held on December 28, 2023, approved the signing of the share purchase and sale agreement and other covenants between the Company and the *Caisse de Dépôt et Placement du Québec* ("CDPQ"), through its wholly owned subsidiary CDP Groupe Infrastructures Inc., with the intervention and consent of TAG, in which the terms and conditions were established for the sale, by the Company to CDPQ, of shares issued by TAG and held by the Company, representing 15% of TAG's total share capital.

The base sales price was R\$3,113 million, in a locked box structure, with the appropriate monetary adjustments until the closing date, in line with the terms commonly used in operations of the same size and nature, and as provided for in the Purchase and Sale Agreement.

With the completion of the transaction, the Company will remain a shareholder of TAG, becoming the direct holder of shares issued by TAG representing 17.5% of the share capital. In this sense, the Company will continue to be bound by TAG's shareholders' agreement, maintaining the current control group, together with GDF International ("GDFI") and CDPQ.

The transaction was completed on January 10, 2024, after compliance with precedent conditions, with the Company becoming the direct holder of shares issued by TAG representing 17.5% of its total share capital, with the ENGIE Group remaining with 50 % share capital in the carrier, both linked to the carrier's shareholders' agreement, maintaining the current control group.

More detailed information about the aforementioned acquisition can be verified (i) in the minutes of the Board of Directors' meeting held on December 28, 2023; and (ii) in the material facts disclosed by the Company on December 28, 2023 and January 10, 2024, available on the Company's investor relations webpage at <https://www.Engie.com.br/investidores> and on the webpage of the Securities and Exchange Commission at www.cvm.gov.br.

Increase or reduction in share capital

There was no capital increase or reduction involving the Company during the fiscal year ended December 31, 2023.

1.13 – Shareholders' agreement

There is no shareholders' agreement filed at the Company.

1.14 – Significant changes in the conduct of business

There were no significant changes in the conduction of the Company's business in the fiscal year ended December 31, 2023.

1.15 – Material contracts entered into by the issuer and its subsidiaries

No material contracts were signed by the Company or its subsidiaries that were not directly related to operating activities in the fiscal year ended December 31, 2023.

1.16 – Other material information

Additional information to item 1.9 “In relation to environmental, social and corporate governance (ESG information, indicate”:

ESG Strategy

Driven by the desire to positively impact people and the planet, ENGIE Brasil Energia has historically adopted social, environmental and governance policies and practices, which led it to be part of a group of companies that are a benchmark in sustainability in the country. In addition to the trust of stakeholders who share the Company's long-term vision and purpose, this benchmarking has been expressed through awards and recognitions received over the last few years - among which, the continued presence in B3's Corporate Sustainability Index (ISE) since 2005 is a standout.

ENGIE Brasil Energia's Sustainable Management Policy guides its ESG performance on five fundamental fronts: Governance, Quality, Environment and Climate Change, Occupational Health and Safety and Social Responsibility. Derived from this Policy, corporate guidelines support the corporate sustainability agenda in a transversal way, anchored in ENGIE Group's Non-Financial Objectives, to be globally achieved by 2030 – in line with the 2030 Agenda for Sustainable Development, proposed by the United Nations Organization (UNO).

These objectives, publicly assumed in 2020, include aspects that are linked, particularly, to the generation of renewable energy, promotion of gender equality and initiatives against climate change, as described below:

- **Greenhouse Gas (GHG) Emissions:** Reduce total greenhouse gas emissions from the Group's electricity generation to a maximum of 43 MtCO₂e – in 2019, this total was 80 MtCO₂e (goal aligned with the Science Based Target initiative – SBTi).
- **Gender Diversity:** Increase the participation of women in the Group's Management to at least 40% – in 2019, they held 24% of leadership positions.
- **Renewable Energy:** Increase the share of renewable sources in the mix of energy production capacity worldwide to 58% – compared to 28% recorded in 2019.
- **Supply Chain:** Achievement of 100%, by 2030, of the responsible procurement index (excluding energy purchases), which involves socio-environmental assessments and inclusive purchasing; and reaching 100%, by 2030, the top 250 preferred suppliers certified by Science Based Targets (SBTi) commitments.
- **Water:** Achieve water consumption, in relation to energy produced, of 0.1 m³/kWh.

Driven by sustainability, the management of socio-environmental and governance issues is shared between different corporate areas that ensure the inclusion of ESG aspects in strategic plans on all business fronts. The Board of Directors supervises the topic through regular reports from the areas and the work of the Sustainability Committee, from which it receives updates on a half-yearly basis. In 2023, the Sustainability Committee had its composition and dynamics restructured, so that interaction with directors can be even more effective. The Sustainability Committee is coordinated by the Processes, People and Sustainability Officer.

The context of material sustainability topics is summarized in the corporate Balance Scorecard, based on all the elements described - Policies, Non-Financial Objectives, sustainable development frameworks and agendas, as well as Management guidelines, business perspectives and strategies. Thus, it results in strategic and tactical ESG commitments for all operating units, integrating the Company's annual objectives.

Supply Chain

Aware of the impacts of its supply chain, in 2023, ENGIE published the Code of Conduct in Supplier Relations. The document is based on the Code of Conduct already adopted by the ENGIE Group, with some adaptations applicable to the Brazilian context, serving as an instrument for extending the Company's ethical standards to the value chain. As set out in the guidelines, any potential supplier must be aware of and familiar with the principles of integrity, compliance and data privacy, accepting contractual clauses on these topics, as well as on social responsibility and respect for the environment. Other commitments and expectations related to suppliers are indicated in the Supplies Policy.

For more details on the Supplies Policy see: <https://www.Engie.com.br/institutional/codigos-e-politicas/>

The Company also maintains mechanisms for evaluating and managing suppliers based on its Due Diligence Policy, which reflects the practices of the ENGIE Group, with measures that seek to mitigate risks of corruption and other violations of the Company's environmental and Human Rights policies. In summary, this dynamic predicts:

- Ethical analysis before the onboarding of any new supplier, conducted through an automated platform with big data resources that covers, among other items, social and ethical aspects (including embargo measures for countries considered as posing risks under the terms of the Company's and ENGIE Group's Embargo Policy). Previous ethical analysis is reviewed for the entire supplier base annually.
- Quarterly assessment of long-term suppliers or critical suppliers that provide services inside ENGIE Brasil Energia facilities, covering four approaches: commercial, social, environmental and health and safety. In cases of low performance, action plans are planned to address the identified correction and improvement points, with support and monitoring from the Company.
- Assessment conducted by an independent external company and with more in-depth criteria for the "top 50" suppliers that receive larger volumes of resources in the year, observing criteria such as: convictions for misconduct, association to slave labor, inclusion in lists of unsuitable or sanctioned companies, and processes linked to environmental violations, among others; and
- Reputation monitoring through the "RepRisk" tool, for two supplier profiles: long-term suppliers and those that receive more significant volumes of resources.

In 2023, the Company also carried out a survey among suppliers to expand the understanding of its ESG policies and practices. Based on questionnaires answered through a digital platform, and supported by the provision of evidence, challenges related to the environment, health and safety, human rights and ethics, among other aspects, were identified. The information collected for the survey, besides supporting risk mapping, results in a score that qualifies the suppliers in accordance to their alignment to the Company's values and commitments. These data also help understand each supplier's maturity level in relation to the ESG agenda and support planning the actions for these partners' continuous development.

ENGIE does not allow, under any circumstances, exploitation of child, forced or compulsory labor. The conduct expected from employees, suppliers and partners in relation to this topic is described in ENGIE Brasil Energia's Human Rights Policy and Code of Ethics, which are widely disclosed for all audiences and can be accessed on the Company's website.

For more details on the Human Rights Policy see: <https://www.engie.com.br/uploads/2019/07/Politica-Direitos-Humanos-PT.pdf>

Corporate social responsibility

The Company seeks to be a social transformation agent by promoting actions and projects that provide quality of life and progress to the communities where it has assets. In addition to structuring projects with a national scope (Women of Our Neighborhood, Education Program, Culture Centers Network, Partnerships for Good and Social Wellbeing Program), the allocation of funds also takes into account local demands, which are mapped by actively listening to the communities. On this basis, the planning of programs and financial support has a participatory bias, based on principles such as transparency, ethics and cooperation. In 2023, approximately R\$18.6 million was invested in more than 350 social-environmental projects distributed across 16 states, and the largest portion of these investments was voluntary and not related to the licensing process and/or obligations. The actions involve the Company's own funds, as well as funds resulting from tax incentive mechanisms (Culture Incentive Law, Sports Incentive Law, Childhood and Adolescence Fund, Elderly Fund, Pronon and Pronas/PCD).

The Company gives priority to the following types of social investment: (i) income generation; (ii) education; (iii) culture and; (iv) social welfare.

Health, safety and wellbeing

In line with the guidelines of ISO 45.001, the Occupational Health and Safety (OHS) system covers all operations, assets and employees, contributing to prevent, control, eliminate or reduce risks, ensuring legal compliance, and keeping teams duly oriented.

ENGIE Brasil Energia's OHS Management System integrates the stages of identification, assessment and control of hazards and risks in all processes, including the preparation of projects and implementation of new facilities. The Risk Management Program ("PGR"), in turn, establishes measures and guidelines for continuous, multidisciplinary and systematized actions with focus on mitigation.

Training on occupational safety topics is essential for employee engagement and continuous improvement of the Company's OHS performance. The Company also conducts cycles of internal audits and develops various awareness initiatives and tools.

Diversity, Equity & Inclusion

Launched in 2022, the Diversity & Inclusion Policy guides the actions developed and defines the structure of the broad culture of diversity. Basic Diversity & Inclusion training is mandatory for all employees, and addresses unconscious biases and attitudes that make the work environment more inclusive. By the end of 2023, 100% of the workforce had already undergone training actions.

The new Diversity, Equity and Inclusion Policy, known as "Be.U@ENGIE", seeks to ensure that ENGIE is a place where everyone can occupy space and reach their potential. Based on formally assumed commitments, it is focused on five dimensions: gender, race, LGBTQIAPN+, people with disabilities and generational.

It is especially through the "#geraDiversidade" Program that ENGIE's Policies and objectives on the topic are implemented, developing actions for creation of an increasingly inclusive environment, such as awareness campaigns, attraction of diverse talents, and development of men and women.

In 2023, Diversity, Equity & Inclusion were included in the agenda of the Board of Directors' meetings to align the Company's strategies related to the topic, and communicate the results achieved in programs and actions.

In 2023, the Company conducted its first Diversity Census to systematically and comprehensively survey data and information related to employee diversity in order to understand the demographic composition of its workforce.

Gender equity is seen as crucial for business sustainability and to reduce social inequalities. In this respect, several initiatives to encourage women remained in the Company's agenda in 2023, such as:

- Women's Career Trail, supporting and developing women in the different stages of building their career through training for young Technical Education and undergraduate students, in addition to scholarships.
- Extracurricular course for female Engineering students or recent graduates about the electricity sector and Operation and Maintenance (O&M) careers, in order to bring them closer to the sector.
- Development of skills and acceleration of careers with opportunities for both internal and external mentoring and management improvement through inclusive leadership.
- Trainee Program for Female Engineers with technical and behavioral skills training.

2.1 – Financial and equity conditions

The accounting information contained in this item 2 of the Reference Form must be read together with the Company's individual and consolidated financial statements for the fiscal years ended December 31, 2023 and 2022, as well as their respective explanatory notes, which were prepared in accordance with the accounting practices adopted in Brazil, as well as with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and registered with the CVM. Accounting practices adopted in Brazil include those stipulated in the Brazilian corporate legislation, and in the pronouncements, guidelines and interpretations issued by the Accounting Pronouncements Committee ("CPC") and approved by the CVM.

The Management's analysis explaining the results obtained and the reasons for the variation in the values of the Company's balance sheets constitute an opinion on the impacts or effects of the information presented in the financial statements about the Company's financial condition. The Company's Management cannot guarantee that the financial condition and results obtained in the past will be repeated in the future. The information presented below has been assessed and commented by the Management. Therefore, the assessments, opinions and comments presented herein reflect the Management's vision and perception of the Company's activities, business and performance, while also seeking to provide investors with information that will help them comparing the Company's financial statements for: **(i)** the fiscal years ended December 31, 2023 and 2022; **(ii)** changes in the main items of the financial statements from period to period; and **(iii)** the main factors that explain such changes.

The terms "AH" and "AV" in the columns of certain tables below mean "Horizontal Analysis" and "Vertical Analysis", respectively. The Horizontal Analysis compares ratios or line items in the Company's financial statements over a period of time. The Vertical Analysis represents the percentage or line item in relation to net revenues for the periods applicable to the Company's results of operations.

Furthermore, the information in this item "*2. Management's Comments*" is expressed in local currency (millions of Reais), unless stated otherwise.

a. General financial and equity conditions

Based on the liquidity and indebtedness indicators set out below, Management understands that the Company has adequate financial and equity conditions to carry out its capital expansion and investment plans, as well as to meet its liquidity requirements and comply with its short- and long-term obligations.

(In R\$ millions, except %)	Fiscal year ended December 31,	
	2023	2022
(+) Loans and Financing (Current and Non-Current)	12,420	11,910
(+) Debentures (Current and Non-Current)	7,686	5,446
(+) Redeemable Preferred Shares (Current and Non-Current)	571	584
(-) Result of derivative operations - hedge (Current and Non-Current)	228	210
Gross Debt¹	20,905	18,150
(+) Cash and cash equivalents and linked deposits	(5,570)	(2,465)
Net debt²	15,335	15,685
Shareholders' Equity	9,816	8,440
Leverage Degree³	61.0%	65.0%

⁽¹⁾ Gross Debt: consists of the result of the sum of Loans and Financing (Current and Non-Current), Debentures (Current and Non-Current) and Redeemable Preferred Shares (Current and Non-Current), net of hedging effects.

⁽²⁾ Net Debt: consists of the result of the sum of Loans and Financing (Current and Non-Current), Debentures (Current and Non-Current), Redeemable Preference Shares (Current and Non-Current), net of hedging effects and Cash and cash equivalents and linked deposits.

⁽³⁾ Degree of leverage: consists of the result of dividing the Net Debt by (Net Debt + Shareholders' Equity).

For additional information on non-accounting measurements, see item 2.5 of this Reference Form.

- On December 31, 2023, total consolidated Gross Debt, mainly represented by loans, financing, debentures and redeemable preferred shares, net of hedging effects, totaled R\$20,905 million – an increase of 15.2% (R\$2,755 million) compared to the position as of December 31, 2022. The average debt maturity period at the end of 2023 was 7.4 years. Leverage degree was 61.0%. The variation in the Company's debt is mainly related to a combination of the following factors that occurred in 2023: (i) R\$2,447 million regarding the Company's 11th issue of debentures; (ii) R\$1,003 million in withdrawals from the National Bank for Economic and Social Development ("BNDES") for construction of the Santo Agostinho and Assuruá Wind Farms; (iii) generation of R\$1,934 million in incurred charges payable and monetary variation; (iv) R\$2,618 million in repayments of loans, financing, debentures and preferred shares; and (v) R\$11 million in the transfer of financing and debentures of subsidiaries reclassified in "Assets Held for Sale".

- On December 31, 2022, Gross Debt totaled R\$18,150 million, a reduction of 11.8% compared to R\$2,437 million on December 31, 2021. The average debt maturity period at the end of 2022 was 7.6 years. Net Debt totaled R\$15,685 million, an increase of 7.3% from December 31, 2021. Leverage degree was 65.0%. The variation in relation to December 31, 2021 mainly relates to a combination of the following factors occurring throughout the year ended December 31, 2022: (i) R\$1,789 million in transfer of financing and debentures of subsidiaries reclassified in "Non-Current Assets Held for Sale"; (ii) R\$789 million in withdrawals from the BNDES and on-lending banks for construction of the Santo Agostinho Wind Complex, and Gralha Azul and Novo Estado Transmission Systems projects; (iii) R\$794 million from the acquisition of the Floresta and Paracatu subsidiaries; (iv) R\$1,934 million in incurred charges payable and monetary variation; and (v) R\$4,006 million in repayment of loans, financing and debentures.

b. Capital structure

The table below shows the entire value used by the Company to finance its operations (total capitalization), separated between third-party capital (current and non-current liabilities) and equity (shareholders' equity), expressed in real and percentage terms:

(In R\$ millions, except %)	On December 31,	
	2023	2022
Third-Party Capital (Current Liabilities + Non-Current Liabilities)	32,408	29,747
Equity (Shareholders' Equity)	9,816	8,440
Total Capitalization (Third-Party Capital + Equity)	42,224	38,187
Portion of third-party capital (% of Total Capitalization)	76.8%	77.90%
Portion of equity (% of Total Capitalization)	23.2%	22.1%

The Company manages its capital in order to maximize investor returns, by optimizing debt and equity balances, seeking a capital structure and maintaining indebtedness and debt coverage ratios that provide a return on capital to its investors.

The Company's business presents a high operating cash generation, mainly due to its high margin, which is a result of the capital-intensive nature of energy generation activities, and strict cost and expense controls carried out by the Company's Management.

Management believes that the capital structure (measured by the ratio between the Company's liabilities and shareholders' equity) reached a breakeven in the respective periods presented.

Third-Party Capital

- On December 31, 2023, total current and non-current liabilities totaled R\$32,408 million, while on December 31, 2022, total current and non-current liabilities were R\$29,747 million, therefore, not representing a significant variation between both periods.

Equity

- On December 31, 2023, the Company's shareholders' equity totaled a balance of R\$9,816 million, while on December 31, 2022, the Company's shareholders' equity totaled a balance of R\$8,440 million, therefore, not representing a significant variation between both exercises.

c. Ability to pay in relation to financial commitments assumed

The Management, considering the Company's debt profile and liquidity position in usual market situations, believes that the Company is fully capable of paying its current short- and medium-term obligations, as well as continuing to expand its investments.

The Management also understands that, under usual market conditions, solid cash generation gives the Company a margin of comfort to pay all existing long-term obligations.

This table below shows the main debt payment capacity indicators used by the Company.

(In R\$ millions, except %)	Fiscal year ended December 31,	
	2023	2022
Adjusted EBITDA	7,270	6,941
Financial expenses	(1,813)	(2,373)
Financial result	(1,963)	(2,515)
Gross Debt	20,905	18,150
Net Debt	15,335	15,685
Net Debt/Adjusted EBITDA	2.9	2.3
Gross Debt/Adjusted EBITDA	2.1	2.6
Adjusted EBITDA / Financial expenses	(4.0)	(2.9)
Net cash generated by operating activities	4,586	3,338

* For additional information about non-accounting measurements and their respective reconciliations, see item 2.5 of this Reference Form.

In the last fiscal year, the Company paid the obligations assumed with third parties, such as suppliers, dividends, debts, concessions payable, among others.

Furthermore, if deemed necessary, the Company has the structure and capacity to take out new loans to finance investments and its operations.

- The Company's Net Debt on December 31, 2023 was R\$15,335 million, corresponding to 2.9 times the EBITDA adjusted by Impairment, sale of subsidiary and insurance indemnity calculated in the fiscal year ended December 31, 2023, of R\$7,270 million. Additionally, the Company generated a net cash from operating activities of R\$4,586 million in the fiscal year ended December 31, 2023.
- The Company's Net Debt on December 31, 2022 was R\$15,685 million, corresponding to 2.3 times the EBITDA adjusted by Impairment, and disposal of a subsidiary calculated in the fiscal year ended December 31, 2022, of R\$6,941 million. Additionally, the Company generated net cash from operating activities of R\$3,338 million in the fiscal year ended December 31, 2022.

Based on the results presented and the Company's business plan, the Management reinforces the payment capacity in relation to the financial commitments assumed.

Fitch Ratings assigns the Company a Long-Term National Rating of 'AAA(bra)' with stable outlook, and 'BB(bra)' on a global scale, with stable outlook, one level above sovereign rating. Ratings are directly related to the capture of attractive credit facilities, boosting the Company's competitiveness when developing new projects.

d. Sources of financing for working capital and investments in non-current assets

The Company uses credit facilities from world-class financial institutions to cover any short- or medium-term cash needs.

For the Company's investment projects, in addition to using part of its cash flow, its main source of financing is BNDES (Economic and Social Development Bank), directly and/or through onlending banks. In addition to BNDES, the Company uses other development banks, such as Banco da Amazônia (BASA) and Banco do Nordeste (BNB). These financial institutions usually offer interest rates and payment terms compatible with the returns from energy generation projects.

If an investment project is not eligible for BNDES financing, or for cost reasons, the Company may resort to other incentivized financing sources, such as the Northeast Financing Fund ("FNE"), or the Midwest Financing Fund ("FCO"), or the capital markets by issuing commercial papers and/or debentures or other sources of financing, in order to maintain an adequate capital and liquidity structure. The Company constantly evaluates financing alternatives for its operations.

As of December 31, 2023, the Company used BNDES funds and proceeds from debenture issues as its main sources of financing.

e. Sources of financing for working capital and for investments in non-current assets that the Company intends to use to cover liquidity deficiencies

Although Management does not foresee any liquidity shortage situation, the Company has credit facilities (working capital, long-term financing and bank surety) with world-class financial institutions.

In the case that financing for working capital is needed, the Company intends to primarily use credit facilities available on the market from world-class financial institutions. To finance non-current assets, the Company intends to primarily use long-term financing resources directly from BNDES or other development banks.

Furthermore, due to the high rating assigned by Fitch Rating, the Company has timely access to the capital market, should it need further financial funds.

f. Debt levels and characteristics of debts, also describing:

The main information about debts contracted with Financial Institutions, as of December 31, 2023, is described below:

(i) Material loan and financing agreements

	Yield	Payment conditions			Balances on 12/31/2023 (R\$ million)
		Charges	Principal	Maturity	
Parent Company					
Loans and financing					
National currency					
BNDES - Assuruá	IPCA + 6.70% pa	Monthly	Monthly	12.2046	722
Foreign currency (dollar)					
BNP Paribas III	2.5400% p.a. with swap for CDI + 1.70% p.a.	Semiannual	03.2024	03.2024	603
MUFG V	1.8914% p.a. until 10.2021 and 2.0057% p.a. until 10.2025 both with swap for CDI + 1.32% p.a.	Semiannual	50% on 10.2024 and 50% on 10.2025	10.2025	425
Scotiabank IV	2.002% p.a. with swap for CDI + 1.35% p.a.	Semiannual	07.2026	07.2026	456

			Payment conditions		Balances on 12/31/2023 (R\$ million)
	Yield per annum		Charges	Principal	Maturity
Subsidiaries					
Loans and financing					
Ferrari					
BNDES Expansion	TJLP + 1.76% p.a. ¹		Monthly from 02.2017	Monthly from 02.2017	07.2032
Assú V					
BNB	IPCA + 1.7624% p.a.		Quarterly from 01.2019; Monthly from 08.2023	Monthly from 08.2023	07.2038
BNB Investment	Average IPCA 12 months + 4.4108% p.a.		Quarterly from 08.2022; Monthly from 09.2024	Monthly from 09.2024	08.2039
Campo Largo Wind Farm					
BNDES	TJLP + 2.52% p.a. ¹		Monthly from 07.2019	Monthly from 07.2019	06.2035
BNDES	TJLP + 1.82% p.a. ¹		Monthly from 07.2019	Monthly from 07.2019	06.2035
Umburanas Wind Farm - Phase I					
BNDES	IPCA + 3.91% p.a.		Monthly from 12.2019	Monthly from 12.2019	12.2038
Gralha Azul					
BNDES	IPCA + 3.83% p.a.		Monthly from 10.2023	Monthly from 10.2023	03.2044
Campo Largo II Wind Farm					
BNDES	IPCA + 4.23% p.a.		Monthly from 09.2021	Monthly from 09.2021	12.2039
Novo Estado					
BNDES	IPCA + 4.67% p.a.		Monthly from 11.2022	Monthly from 11.2022	05.2044
BASA	IPCA + 1.4452% p.a.		Monthly from 11.2022	Monthly from 11.2022	08.2044
Santo Agostinho					
BNDES	IPCA + 6.16% p.a.		Monthly from 01.2024	Monthly from 01.2024	11.2045
Floresta					
BNDES	TJLP + 2.15% p.a.		Monthly from 06.2019	Monthly from 06.2019	10.2036
Paracatu					
BNDES	IPCA + 4.98% p.a.		Monthly from 11.2018	Monthly from 11.2018	10.2038

⁽¹⁾The amount corresponding to the portion of the TJLP that exceeds 6% p.a. is incorporated into principal.

Additional information about the Company's and its subsidiaries' most relevant loan and financing contracts

- National Bank for Economic and Social Development ("BNDES"):

The financing was mainly used to implement the Assuruá Project.

- **Financing contracted by Subsidiaries:**

The financing contracted by the Company's consolidated subsidiaries are in the Project Finance modality. To this end, Specific Purpose Companies ("SPE") were created to implement the respective projects.

- **Loans taken in foreign currency**

As of December 31, 2023, the Company had taken loans in foreign currency with the following banks: (i) Scotiabank, (ii) BNP Paribas, and (iii) MUFG Bank LTD. (MUFG). The resources were raised mainly to compose the Company's working capital.

The Company maintains swap operations contracts with Brazilian subsidiaries of the same financial institutions from which it has taken loans in dollars, in order to hedge future flows of principal and interest payments against fluctuations in exchange rates. These operations were designated as "hedging instruments", converting the loan in dollars into reais, and fixed rates into floating rates (CDI).

The maturity of the principal and the amortization of interest on loans and hedges will occur exactly on the same dates. It is worth highlighting that the Company's Investment and Derivatives Policy establishes that the use of derivative financial instruments is restricted to risk protection (*hedging*) and a close correlation must be maintained regarding the debt profile, volumes and terms.

The main conditions of loans and swap and NDF operations contracted were as follows:

Banks	Amount		Loan and Long position swap and NDF	Short position swap and NDF	
	US\$ millions	R\$ millions		Condition	Maturity
BNP Paribas III	125	632	2.54% 1.8914% p.a. until 10.2021 and 2.0057% p.a. until 10.2025	CDI + 1.70% p.a.	03.2024
MUFG V	95	500		CDI + 1.32% p.a.	10.2025
Scotiabank IV	102	530	2.002% p.a.	CDI + 1.35% p.a.	07.2026

Loan and financing guarantees

Loan and financing guarantees aim to ensure the payment to the creditor of the debt service with BNDES, BNB, BASA and debentures, issued by the Company and its subsidiaries, as well as payment of operation and maintenance services, in case of default of the beneficiaries, as provided for in the contractual instruments. Loan and financing guarantees are mostly made up of the amount equivalent to three months of debt service and three months of contractual operating and maintenance expenses.

The Company maintains guarantees for the loans and financing described below. For other loans, there are no guarantees given by the Company.

- BNDES and BASA

- (i) **Financing of wind generation projects:** (a) assignment of rights arising from authorization; (b) assignment of credit rights; (c) pledge of all shares representing the share capital of subsidiaries; (d) pledge of property and equipment related to projects; (e) reserve account in an amount equivalent to 3 months of debt service; (f) reserve account corresponding to 3 months of contractual operating and maintenance expenses; and (g) corporate surety from ENGIE Brasil Energia or ECP.
- (ii) **Financing of photovoltaic generation projects:** (a) assignment of rights arising from authorization; (b) assignment of credit rights; (c) pledge of all shares representing the share capital of subsidiaries; (d) pledge of property and equipment related to projects; (e) reserve account in an amount equivalent to 3 months of debt service; and (f) reserve account corresponding to 3 months of contractual operating and maintenance expenses.
- (iii) **Financing of a transmission project:** (a) assignment of rights arising from the concession; (b) assignment of credit rights; (c) pledge of all shares representing the share capital of subsidiaries; (d) reserve account in an amount equivalent to 3 months (BNDES) and 6 months (BASA) of debt service; and (e) corporate guarantee from ENGIE Brasil Energia or bank surety.

- BNB

Financing of photovoltaic generation projects: (a) ECP corporate surety or bank surety; and (b) reserve account with a minimum value equivalent to 4.09% of the total outstanding balance of the financing.

(ii) Other long-term relationships with financial institutions

a) Debentures

They are represented by debentures issued by the Company and its subsidiaries Jaguara and Miranda. As of December 31, 2023, the following issues were effective:

	Quantity	Yield	Collateral	Payment conditions		Maturity	In R\$ millions 12/31/2023
				Charges	Principal		
Parent Company:							
5th Issue - Single series	165,000	IPCA + 6.3000% p.a.	No collateral	Annual from 12.2015	3 annual installments from 12.2022	12.2024	92
6th Issue - Series 2	353,400	IPCA + 6.2515% p.a.	No collateral	Annuals from 07.2017	3 annual installments from 07.2024	07.2026	519
7th Issue - Series 1	515,353	IPCA + 5.6579% p.a.	No collateral	Annuals from 07.2019	2 annual installments from 07.2024	07.2025	703
7th Issue - Series 2	231,257	IPCA + 5.9033% p.a.	No collateral	Annuals from 07.2019	3 annual installments from 07.2026	07.2028	314
9th Issue - Series 1	576,095	IPCA + 3.7000% p.a.	No collateral	Annual from 07.2021	2 annual installments from 07.2025	07.2026	754
9th Issue - Series 2	539,678	IPCA + 3.9000% p.a.	No collateral	Annual from 07.2021	3 annual installments from 07.2027	07.2029	706
9th Issue - Series 3	378,827	IPCA + 3.6000% p.a.	No collateral	Semiannual from 07.2021	2 annual installments from 07.2025	07.2026	496
9th Issue - Series 4	105,400	IPCA + 3.7000% p.a.	No collateral	Semiannual from 07.2021	3 annual installments from 07.2027	07.2029	138
10th Issue - Single series	400,000	IPCA + 5.7158% p.a.	No collateral	Annual from 09.2022	Annual from 09.2023	09.2046	437
11th Issue - Series 1	1,085,600	IPCA + 5.9325% p.a.	No collateral	Annual from 11.2024	3 annual installments from 11.2031	11.2033	1056
11th Issue - Series 2	96,278	IPCA + 6.0691% p.a.	No collateral	Annual from 11.2024	3 annual installments from 11.2036	11.2038	92
11th Issue - Series 3	318,122	10.90% p.a. with swap for CDI + 0.378%	No collateral	11.2028	11.2028	11.2038	326
11th Issue - Series 4	900,000	CDI + 1.0000% p.a.	No collateral	Semiannual from 05.2024	2 annual installments from 11.2027	11.2038	902
11th Issue - Series 5	100,000	CDI + 1.1000% p.a.	No collateral	Semiannual from 05.2024	2 annual installments from 11.2029	11.2030	101
Subsidiaries:							
Jaguara							
1st Issue - Series 2	634,000	IPCA + 6.4962% p.a.	Real guarantee	Semiannual from 12.2018	Semiannual from 06.2020	06.2027	634
Miranda							
1st Issue - Series 2	386,000	IPCA + 6.4962% p.a.	Real guarantee	Semiannual from 12.2018	Semiannual from 06.2020	06.2027	416

Debenture collaterals

- (i) **Debentures of subsidiaries Jaguara and Miranda:** (a) assignment of rights arising from the authorization; (b) assignment of credit rights; (c) pledge of all shares representing the share capital; (d) corporate surety.

Redeemable preferred shares

The Company's Board of Directors, at the meeting held on August 21, 2020, approved the issuance of redeemable preferred shares of the indirect subsidiary Novo Estado Participações ("NEP"), all book-entry, with no par value, without voting rights, with priority in the receipt of fixed dividends, in the total amount of R\$500 million (R\$477 million, net of issuance costs). The issuance took place on September 1, 2020. The shares give the right to participate in the dividends declared and

distributed by NEP on a priority and cumulative basis. As from the semester immediately following the Transmission System's entry into operation, dividends will be allocated every six months. NEP does not have the obligation to distribute dividends before such event.

The number of redeemable preferred shares issued totals 95,446,379, subdivided into 12 classes, with different redemption deadlines, with the redemption deadline for the last class being October 31, 2034. The issuance and redemption values per share are shown below:

	Issue value per share	Capitalized value per share	Capital reserve value per share
Novo Estado Participações S.A.	5.2385	2.6192	2.6192

For corporate purposes in the indirect subsidiary NEP, the total value of the issue was allocated partly as paid-in share capital, in the amount of R\$250 million, and partly as capital reserve, in the amount of R\$250 million. For accounting purposes, in accordance with the accounting practices adopted in Brazil, this transaction was considered a debt instrument. Therefore, the total value of the issue was recorded as a non-current liability. There are no differentiated rights between preferred and common shares other than the priority in receiving any payment of earnings or distributions by NEP.

	Yield	Collateral	Payment Conditions			In R\$ millions 12/31/2023
			Charges	Principal	Maturity	
Novo Estado	APR Itaú	CDI + 1.05% p.a. No Collateral	Semiannual from 10.2023	Annual from 10.2023	10.2034	571

(iii) Degree of subordination between debts

The degree of debt subordination is shown below: (i) financing with real guarantees; (ii) loans with unsecured guarantees and (iii) debt securities with unsecured guarantees.

Debts with real guarantees are all debts guaranteed by real guarantees, meaning “pledge”, among other real guarantees.

Unsecured debts are all debts that do not have a guarantee or that have personal guarantees, including guarantees of endorsement and surety, among other personal guarantees.

Additionally, in the event of a possible court-supervised reorganization, the Company will adopt the precepts of Law No. 11,101/05, and its subsequent amendments, to compose the order of preference of creditors.

(iv) Any restrictions imposed on the issuer, in particular, regarding debt limits and contracting of new debts, distribution of dividends, sale of assets, issuance of new securities and the of corporate control, as well as if the issuer has been complying with these restrictions

a) Loans and financing

As of December 31, 2023, the Company had the following contractual commitments (covenants) – indices and financial limits – established in its loan and financing contracts:

Debt	Covenants	Measurement on 12/31/2023
Parent Company:		
Scotiabank, MUFG and BNP Paribas	(i) Consolidated: Ebitda /financial expenses ≥ 2.0 (ii) Consolidated: Gross debt /EBITDA ≤ 4.5	(i) 4.07 (ii) 2.84
BNDES Ferrari Expansion (Obligation of the Intervening Party)	Consolidated: Net debt /Ebitda ≤ 3.5	2.08
Subsidiaries¹:		
BNDES, BNB and BASA	Subsidiaries: Debt service coverage ratio ² ≥ 1.1 or ≥ 1.25 or ≥ 1.3 depending on the subsidiary	No covenant resulted in default in the respective contracts.

⁽¹⁾ Covenants referring to debts of the Company's subsidiaries.

⁽²⁾ Debt service coverage ratio: Cash generation from activity / Debt service.

Financing agreements with BNDES are formalized through the opening of credit facilities and are subject to the provisions applicable to BNDES contracts.

Under these provisions, in addition to the financial covenants described in the table above, loan-taking subsidiaries cannot, without prior authorization from BNDES: (i) grant preference to other credits; (ii) carry out share amortization; (iii) issue debentures; (iv) issue beneficiary parties; (v) assume new debts, subject to the exceptions expressly provided for in the provisions applicable to BNDES contracts; (vi) sell or encumber permanent assets; and (vii) distribute dividends higher than mandatory minimum dividends, in some subsidiaries.

Additionally, the BNDES may decide for the early expiration of the contract, and immediately request the payment of the debt, in the event of non-compliance with the obligations assumed by the company that benefits from the credit, its subsidiaries, intervening parties, or an entity that is part of the Economic Group to which the company belongs. Another hypothesis of early maturity is when changes occur in the effective, direct or indirect control of the company that benefits from the credit without the bank's prior authorization. In addition to these, other events that affect the project's operating capacity, or that affect the guarantees provided to the bank, are also usually cases of early maturity.

Furthermore, more comprehensive items such as a final and unappealable sentence due to child labor, slave labor or crimes against the environment are also situations that entail early maturity for these types of financial instruments.

The financial commitments established in loan and financing contracts are being fulfilled by the Company and its subsidiaries. Commitments are calculated annually, as established in these contracts, except for the Issuer's own contracts, which are calculated quarterly.

b) Debentures

	Debt	Covenants	Measurement on December 31, 2023
Parent Company	5 th , 6 th , 7 th and 9 th issuances	(i) Consolidated: EBITDA/financial expenses ≥ 2.0 (ii) Consolidated: Gross debt/EBITDA ≤ 4.5	No covenant resulted in default in the respective contracts.
Jaguara		Debt service coverage ratio $\geq 1.10^1$	1.79
Miranda	1 st issuance	Debt service coverage ratio $\geq 1.10^1$	2.15

⁽¹⁾ Debt service coverage ratio: Cash generation from activity / Debt service.

In addition to the financial commitments described in the table, under the terms of the debenture issuance deeds, the Company cannot incur in the conditions described below, under penalty of early maturity. The items with greatest restrictions on active debenture issuances at the Company are listed below:

- (i) default for a period exceeding 2 business days of monetary obligations relating to the debentures provided for in the issuance deeds;
- (ii) non-compliance with a non-monetary obligation for a period exceeding 10 business days, as from the date of non-compliance, or in the event of notification sent by the Trustee, after 5 business days as from said communication;
- (iii) non-payment, by the Company and/or any subsidiary, of any monetary obligations that do not arise from issuance deeds that, individually or jointly, are equal to or greater than R\$100 million for ENGIE Brasil Energia S.A. ("Parent Company") and R\$50 million for the subsidiaries Jaguara and Miranda ("subsidiaries"), for a period of more than 2 business days or the period specified in the respective contract;
- (iv) early maturity of any debt and/or financial obligation of the Company and/or any subsidiary, the value of which, individually or jointly, exceeds R\$100 million for the Parent Company and R\$50 million for subsidiaries;
- (v) protest of securities under the responsibility of the Company or any of its subsidiaries whose value, individually or jointly, exceeds R\$100 million for the Parent Company and R\$50 million for the subsidiaries, not resolved within 5 business days of receipt the protest notification;
- (vi) liquidation, extinction or dissolution of the Company;
- (vii) liquidation, extinction, dissolution or any form of corporate reorganization of the Company's subsidiaries, except if the successor company(ies) is(are) also controlled, directly or indirectly, by a company of the economic group in which the Company is included and its(their) assets are maintained within the Company's economic group and, cumulatively, does not result in a reduction of the Company's risk rating below AA (double A), on a local scale, by Standard & Poor's, Fitch, or equivalent rating by Moody's;
- (viii) request for judicial, extrajudicial recovery, self-bankruptcy or any similar procedure that characterizes a state of insolvency of the Company or its subsidiaries;
- (ix) request or declaration of bankruptcy of the Company or its subsidiaries, unless such request is contested and there is proof of court deposit within the legal deadline, if applicable;
- (x) spin-off, merger, incorporation or any type of corporate reorganization of the Company, except if: (i) the change is approved at the General Meeting of Debenture Holders; (ii) the right of redemption is guaranteed to debenture holders who do not agree to the reorganization; or (iii) the successor company is controlled, directly or indirectly, by a company of the same economic group as the Company, and its assets are maintained in the Company's economic group and, cumulatively, do not result in a reduction of the Company's risk rating below AA (double A), on a local scale, by Standard & Poor's, Fitch, or equivalent rating from Moody's;

- (xi) change in direct or indirect shareholding control of the Company, unless final indirect control is held by ENGIE S.A. and said change does not lead to downgrading of the Company's risk rating;
- (xii) disposal, inoperability or prolonged stoppage or any other form of disposal, by the Company, of permanent assets that represent, individually or in aggregate, as from the debenture issue date until maturity date, more than 25% of the Company's consolidated installed capacity stated in the Company's latest quarterly financial information on the date of the last event, that may provenly affect the Company's economic and financial capacity and does not lead to the Company's risk rating falling below AA (double A) on a local scale, by Standard & Poor's, Fitch, or an equivalent rating from Moody's;
- (xiii) intervention or loss of concession/authorization representing more than 25% of its installed capacity, and that demonstrably affects the Company's economic and financial capacity for the Company's issuances and loss of Concession Contracts, except if, within 15 business days from the date of knowing of any of these events, the Company proves that there was a decision in favor of reversing the cancellation, suspension, revocation, expropriation, forfeiture or extinction or injunction obtained to ensure the continuity of services, and as long as said injunction is not revoked for subsidiaries and does not lead to the Company's risk rating falling below AA (double A), on a local scale, by Standard & Poor's, Fitch or an equivalent rating from Moody's;
- (xiv) non-renewal, cancellation, revocation or suspension of authorizations, concessions, subsidies, permits or licenses needed for running the Company's activities, and that lead to interruption or suspension of 25% of the Company's generating capacity, with significant effects on the Company's ability to fulfill obligations arising from debenture issue deeds, except if, within a period of 15 business days as from the date of such non-renewal, cancellation, revocation or suspension, the Company evidences the existence of a protocol of the request for license or renewal of license or judicial provision, as applicable, authorizing the regular continuity of activities until renewal or obtainment of said license or authorization;
- (xv) if the provisional attachment, sequestration or seizure of Company assets represents, individually or in aggregate, 25% or more of the Company's electricity generation capacity, provided that (i) the Company does not suspend the effects or reverse of such decision within 15 business days, or (ii) within 15 business days, a guarantee is provided in court to the debenture holders in the amount of the outstanding balance of the Debentures;
- (xvi) change in the Company's corporate type;
- (xvii) reduction of the Company's share capital, unless approved by the General Meeting of Debenture Holders;
- (xviii) payment of dividends, interest on own capital or any other profit sharing provided for in the Bylaws, except for payment of minimum mandatory dividends provided for in the Brazilian Corporations Law, if the Company is in default in relation to the payment of any monetary obligation relating to debentures;
- (xix) assignment, promise of assignment, or any form of transfer, or promise of transfer, to third parties of the rights and obligations assumed with the issuance of debentures, without prior authorization by debenture holders;
- (xx) non-compliance with any judicial, administrative decision or court ruling that has become final but cannot be appealed, or arbitration sentence not subject to appeal, in an individual or aggregate amount equal to or greater than R\$100 million for the Parent Company and R\$50 million for subsidiaries;
- (xxi) failure to keep the Company's corporate risk rating at AA or higher on a local scale by Standard & Poor's, Fitch or equivalent rating by Moody's;
- (xxii) failure to use debenture issue proceeds as described in issue deeds;

(xxiii) if the issuance deeds are judicially declared invalid, null or unenforceable, which does not have its effects suspended within 10 business days;

(xxiv) in case of legal challenge, by the Company and/or its relevant subsidiaries, of these issuance deeds;

(xxv) if the Company and/or its subsidiaries, as applicable, are convicted by a final court decision, due to the practice of acts that result in child labor or slave labor;

(xxvi) if any of the statements made by the Company in the issuance deeds are untrue on the dates on which they were made;

(xxvii) granting by the Company, from the date of issue, of loans to any companies, except (i) if the loan is granted to subsidiaries, as applicable, and (ii) granting of loans, individually or in the aggregate, as from the date of issue to the maturity date, of up to R\$50 million;

(xxviii) judicial challenging by any third party, of the issuance deeds or any guarantee contract, without the Company having taken the necessary measures to contest the effects of said questioning, within the legal period counting from the date on which the Company becomes aware, through regular summons, the filing of such judicial questioning; and

(xix) change in the Company's corporate purpose, unless (i) previously authorized at a General Meeting of Debenture Holders; or (ii) remain within the Company's corporate purpose, activities related to the generation, transmission or sale of electricity; or (iii) resulting from a determination by Aneel or another relevant government authority.

The financial covenants and restrictions are being fully complied with by the Company.

Debenture, loan and financing contracts that have cross-default or cross-acceleration clauses are listed below:

Type	Issuer	Creditor	Contracts	Threshold (In R\$ millions)	Comments	This is also applicable to possible non-compliance with covenants
Debentures	Company	EBE	Debenture holders	EBE - Debentures - 5 th Issue	100	Cross-default triggered in case of default of a monetary obligation of the Company or its Subsidiaries, and cross-acceleration triggered in case of early maturity.
Debentures	Company	EBE	Debenture holders	EBE - Debentures - 6 th Issue	120	Cross-default triggered in case of default on a monetary obligation of the Company or its Relevant Subsidiaries, and cross-acceleration triggered in case of early maturity.
Debentures	Company	EBE	Debenture holders	EBE - Debentures - 7 th Issue	120	Cross-default triggered in case of default of a monetary obligation of the

Type	Issuer	Creditor	Contracts	Threshold (In R\$ millions)	Comments	This is also applicable to possible non-compliance with covenants
Debentures	Company	EBE	Debenture holders	EBE - Debentures - 9 th Issue	120	Company or its Relevant Subsidiaries, and cross-acceleration triggered in case of early maturity.
Debentures	Company	EBE	Debenture holders	EBE - Debentures - 10 th Issue	250	Cross-default triggered in case of default of a monetary obligation of the Company or its Relevant Subsidiaries, and cross-acceleration triggered in case of early maturity.
Debentures	Company	EBE	Debenture holders	EBE - Debentures - 11 th Issue	290	Threshold updated by IPCA as of Sep/21. Cross-default triggered in case of default of a monetary obligation of the Company or its Relevant Subsidiaries, and cross-acceleration triggered in case of early maturity.
Loan	Company	EBE	BNP	EBE - 4131 - BNP - 2020.03 (4y) - Loan	US\$100 million	Cross-default triggered in case of default by the Company or its subsidiaries. Cross-acceleration in the case of early maturity of a monetary obligation, there is no threshold.
Loan	Company	EBE	MUFG	EBE - 4131 - MUFG - 2020.10 (5y) - Loan	US\$100 million	Cross-default triggered in case of default by the Company or its subsidiaries. In the

Type	Issuer	Creditor	Contracts	Threshold (In R\$ millions)	Comments	This is also applicable to possible non-compliance with covenants
					case of early maturity of a monetary obligation, there is no threshold.	
Loan	Company	EBE	Scotiabank	EBE - 4131 - Scotia - 2021.07 (5y) - Loan	US\$100 million	Cross-default triggered in case of default by the Company or its subsidiaries. Cross-acceleration in the case of early maturity of a monetary obligation, there is no threshold.
Financing	Company	EBE	BNDES	EBE - Financing - BNDES - Assuruá	Any amount	Cross-default triggered in case of default on the Economic Group's debts with BNDES.
Financing	Subsidiary	CLWP Phase 1	BNDES	CLWP Phase 1 - Financing - BNDES	Any amount	Cross-acceleration triggered in the event of early maturity of the Economic Group's debts with BNDES.
Financing	Subsidiary	CLWP Phase 2	BNDES	CLWP Phase 2 - Financing - BNDES	Any amount	Cross-acceleration triggered in the event of early maturity of the Economic Group's debts with BNDES.
Financing	Subsidiary	FLORESTA	BNDES	FLORESTA - Financing - BNDES	Any amount	Cross-default triggered in case of default on the Economic Group's debts with BNDES.
Financing	Subsidiary	GRALHA AZUL	BNDES	GRALHA AZUL - Financing - BNDES	Any amount	Cross-acceleration triggered in the event of early maturity of the Economic Group's debts with BNDES.
Financing	Subsidiary	NOVO ESTADO	BNDES	NOVO ESTADO - Financing - BNDES	Any amount	Cross-acceleration triggered in the event of early maturity of the Economic Group's debts with BNDES.
Financing	Subsidiary	NOVO ESTADO	BASA	NOVO ESTADO - Financing - BASA	Any amount	Cross-acceleration activated in the event of early maturity of the Economic Group's debts with BASA.

Type	Issuer	Creditor	Contracts	Threshold (In R\$ millions)	Comments	This is also applicable to possible non-compliance with covenants
Financing	Subsidiary	PARACATU	BNDES	PARACATU - Financing - BNDES	Any amount	Cross-acceleration triggered in the event of early maturity of the Economic Group's debts with BNDES.
Financing	Subsidiary	SANTO AGOSTINHO Phase 1	BNDES	SANTO AGOSTINHO Phase 1 - Financing - BNDES	Any amount	Cross-acceleration triggered in the event of early maturity of the Economic Group's debts with BNDES.
Financing	Subsidiary	UMBURANAS Phase 1	BNDES	UMBURANAS Phase 1 - Financing - BNDES	Any amount	Cross-acceleration triggered in the event of early maturity of the Economic Group's debts with BNDES.

Additionally, it is worth highlighting that, considering the respective thresholds and specifications shown in the table above, 90.5% of the Company's consolidated debt is subject to cross-default or cross-acceleration.

g. Limits on contracted financing and percentages already used

In April 2020, the indirect subsidiaries that make up the Campo Largo II Wind Complex contracted financing with BNDES, in the amount of R\$1,243 million. In 2020, the amount of R\$862 million was released and in 2021 R\$369 million, totaling R\$1,231 million – 99.0%. The amounts released were used to finance the construction of wind generation plants at the Campo Largo II Wind Complex. For the remaining resources, or R\$12 million, there were not enough financeable expenses to release this remaining amount.

In June 2020, the indirect subsidiary Novo Estado contracted financing with BNDES, in the amount of R\$1,710 million. In 2020, the amount of R\$755 million was released, R\$910 million in 2021 and R\$45 million in 2022, that is, the total percentage was released in 2022. Additionally, in August 2020, the indirect subsidiary Novo Estado, contracted financing with Banco da Amazônia S.A. (BASA), in the amount of R\$800 million. In 2022, the amount of R\$70 million was released which, added to the release that occurred in 2021 in the amount of R\$730 million, completed the release of the total contracted amount. The resources were allocated to financing the construction of the transmission system.

In November 2021, the Company, through the indirect subsidiaries that make up the Santo Agostinho Wind Complex – Phase I, contracted financing with BNDES, in the total amount of R\$1,473 million. In 2022, the amount of R\$606 million was released. In April 2023, the amount of R\$323 million was released, totaling – 63.0%. The resources were allocated to financing the construction of the complex's wind generation plants. The deadline for releasing the remaining balance of resources is June 2024.

In December 2022, the Company contracted financing with BNDES in the total amount of R\$1,500 million. In June 2023, the amount of R\$708 million was released, 47.2%. The resources will be used to finance the construction of the Assuruá Wind Complex. The deadline for releasing the resources is August 2025.

h. Significant changes in items of the income and cash flow statements

INCOME STATEMENTS

Fiscal year ended December 31, 2023 compared to the fiscal year ended December 31, 2022

(In R\$ millions, except %)	Fiscal year ended December 31,			12/31/2023 x 12/31/2022	
	2023	AV (%)	2022	AV (%)	AH (%)
NET OPERATING REVENUE	10,748	100.0%	11,907	100.0%	-9.7%
OPERATING COSTS	(4,841)	-45.0%	(6,317)	-53.1%	-23.4%
GROSS PROFIT	5,907	55.0%	5,590	46.9%	5.7%
Operating income (expenses)					
Sales expenses	(58)	-0.5%	(27)	-0.2%	114.8%
General and Administrative Expenses	(374)	-3.5%	(339)	-2.8%	10.3%
Reversal (Setup) of provision for impairment of assets, net	1,198	11.1%	(67)	-0.6%	-1888.1%
Divestment of subsidiary	(1,287)	-12.0%	(84)	-0.7%	1432.1%
Other operating (expenses) income, net	(19)	-0.2%	1	0.0%	-2000.0%
	(540)	-5.0%	(516)	-4.3%	4.7%
Result of Equity Interest					
Equity pick-up	993	9.2%	727	6.1%	36.6%
INCOME BEFORE FINANCIAL RESULT AND TAXES	6,360	59.2%	5,801	48.7%	9.6%
Financial result					
Financial income	449	4.2%	585	4.9%	-23.2%
Financial expenses	(1,813)	-16.9%	(2,373)	-19.9%	-23.6%
Concession expenses payable (Use of Public Assets)	(599)	-5.6%	(727)	-6.1%	-17.6%
	(1,963)	-18.3%	(2,515)	-21.1%	-21.9%
INCOME BEFORE INCOME TAXES	4,397	40.9%	3,286	27.6%	33.8%
Income tax and social contribution (current and deferred)	(968)	-9.0%	(621)	-5.2%	55.9%
NET INCOME FOR THE YEAR	3,429	31.9%	2,665	22.4%	28.7%

Net operating revenue

Net operating revenue was down R\$1,159 million (9.7%) from R\$11,907 million in the fiscal year ended December 31, 2022 to R\$10,748 million in the fiscal year ended December 31, 2023. This variation mainly reflected the following factors:

(i) the portfolio's energy generation and sales were down R\$338 million (3.6%), substantially driven by the following negative effects: (i.i) R\$343 million fall in revenue from energy sales contracts in the regulated and free markets, as a result of variations in the quantity of energy sold combined with average net sales prices; and (i.ii) R\$ 17 million fall in remuneration on concession financial assets corresponding to the portion of the payment for granting the Jaguara and Miranda Hydroelectric Power Plants concessions for energy allocated to the Regulated Contracting Environment ("ACR"), due to inflation falling over the years in question. These effects were partly mitigated by (i.iii) a R\$37 million increase in short-term market transactions, mainly at the Electricity Trading Chamber ("CCEE"). Additionally, there was (ii) a R\$ 568 million (33.4%) fall in the transmission segment and (iii) a R\$ 246 million (35.9%) fall in the trading segment arising mainly from reduced revenue from operations.

Operating costs

In the fiscal year ended December 31, 2023, operating costs reached R\$4,841 million, which was R\$1,476 million (23.4%) down from R\$6,317 million for the fiscal year ended December 31, 2022. This variation reflected a combination of the following factors: (i) R\$830 million (72.8%) lower costs in the transmission segment, substantially due to lower construction costs; (ii) R\$409 million (9.1%) decrease in the portfolio's energy generation and sales segment; (iii) R\$234 million (35.0%) decrease in energy trading costs; and (iv) R\$3 million variation in costs of selling and installing solar panels as a result of the sale of EGSD.

Operating income (expenses)

- **Sales, general and administrative expenses:** The Company posted a R\$66 million YoY increase in sales, general and administrative expenses for the fiscal year ended December 31, 2023 against the fiscal year ended December 31, 2022. The main variation arises from the generation segment, in the amount of R\$62 million, which was substantially impacted by the following events: (i) higher advertising expenses due to its commercial strategy of seizing opportunities with the opening of the free market; and (ii) higher expenses incurred with outsourced IT, consulting and legal services.
- **Reversal (provision) for asset impairment, net:** In the fiscal year ended December 31, 2023, the Company recognized the amount of R\$ 1,243 million for reversal of impairment resulting from the sale of the Usina Termelétrica Pampa Sul S.A. subsidiary, and the amount of R\$45 million in impairment provision for the loss at the Paracatu Photovoltaic Complex. In the fiscal year ended December 31, 2022, the Company (i) recognized the amount of R\$21 million in impairment provision related to higher raw material supply costs at the Lages subsidiary; (ii) supplemented Pampa Sul's impairment in the amount of R\$164 million; and (iii) reversed R\$118 million related to EGSD's sale, which took place on February 21, 2022.
- **Sale of subsidiary:** On May 31, 2023, having fulfilled precedent conditions, the sale of the Company's equity interest in the Usina Termelétrica Pampa Sul S.A. subsidiary was completed. As of that date, Pampa Sul was no longer controlled or consolidated by Engie. The result from this asset's sale, net of selling costs (negative R\$1,296 million) and reversal of impairment (R\$1,243 million), was negative by R\$53 million in the fiscal year ended December 31, 2023. In addition to this transaction, the Company recorded revenue from disposal in the amount of R\$9 million, arising from the price adjustment regarding the sale of the Diamante subsidiary in 2021 – this price adjustment arises from obligations conditioned for the receipt. On February 21, 2022 and September 1, 2022, the sale of equity interests that the Company held in the EGSD and Norte Catarinense subsidiaries was completed. As of those dates, these companies were no longer controlled or consolidated by Engie. The result from the sale of EGSD, net of selling costs (R\$94 million) and reversal of impairment (R\$118 million), was positive R\$24 million. The result from the sale of Norte Catarinense, net of selling costs, was positive R\$10 million.

- **Other operating (expenses) income, net:** In the fiscal year ended December 31, 2023, the Company's generation segment recognized the amount of R\$45 million as insurance indemnity resulting from the loss that occurred at the Paracatu Photovoltaic Complex, which was posted in 'other operating income'. Additionally, in the fiscal year ended December 31, 2023, the amount of R\$64 million recognized in the transmission segment had a negative effect on results, due to periodic tariff review against contract assets. In the fiscal year ended December 31, 2022, the transmission segment recognized the amount of R\$20 million arising from positive price adjustment on the acquisition of Novo Estado Transmissora de Energia. This adjustment occurred after the 12-month period for measuring the business combination, which is why it was recognized in the Company's results. In the fiscal year ended December 31, in addition to the transmission segment's aforementioned effect, the generation segment recognized negative R\$22 million, which substantially refers to the write-off of TPP Pampa Sul assets after maintenance works carried out in the fiscal year ended December 31, 2022.

Equity Income Result

Equity income result increased by R\$266 million (36.6%) YoY, from R\$727 million in the fiscal year ended December 31, 2022, to R\$993 million in the fiscal year ended December 2023. This increase reflected higher net income of Transportadora Associada de Gás – TAG, in which the Company had a 31.5% equity interest as of December 31, 2023.

Financial result

- **Financial revenues:** in the comparison between fiscal years, financial revenues fell R\$136 million (23.2%), from R\$585 million in the fiscal year ended December 31, 2022, to R\$449 million in the fiscal year ended December 31, 2023, mainly due to a R\$126 million fall in revenues from financial investments. This fall was substantially due to a lower average balance of financial investments YoY that was softened by a slightly higher CDI YoY.
- **Financial expenses:** expenses fell R\$560 million (23.6%), from R\$2,373 million in the fiscal year ended December 31, 2022, to R\$1,813 million in the fiscal year ended December 31, 2023. This was mainly due to a combination of the following effects: (i) R\$527 million reduction in debt YoY, of which: (i.i) reduction of R\$404 million in interest, mainly due to debt instruments settled for significant amounts during the fiscal year ended December 31, 2023; and (i.ii) reduction of R\$123 million in monetary adjustment, due to variation in inflation, mitigated by increase in the balance of debt instruments.
- **Concession expenses payable (Use of Public Property):** there was a YoY reduction of R\$ 128 million, or 17.6%, from R\$ 727 million in the fiscal year ended December 31, to R\$ 599 million in the fiscal year ended December 31, as a result of the following effects: (i) R\$ 155 million fall in monetary adjustment, mainly due to lower IPCA and IGP-M inflation indices, highlighting that the IGP-M in the fiscal year ended December 31, 2023 recorded deflation; and (ii) R\$27 million increase due to concessions payable being updated to present value.

Income Tax and Social Contribution (current and deferred)

Calculated YTD, income tax and social contribution (current and deferred) increased by R\$ 347 million (55.9%), from R\$ 621 million in the fiscal year ended December 31, 2022, to R\$968 million in the fiscal year ended December 31, 2023. The variation was mainly driven by higher income before income tax (IRPJ) and social contribution (CSLL).

Net income

As a result of the abovementioned factors, net income in fiscal year ended December 31, 2023 was R\$3,429 million, against R\$2,665 million in fiscal year ended December 31, 2022.

CASH FLOW ANALYSIS

The following table shows amounts relating to the Company's consolidated cash flow for each year:

Fiscal year ended December 31, 2023, compared to fiscal year ended December 31, 2022

(In R\$ millions)	Fiscal year ended December 31,	
	2023	2022
Net cash from operating activities	4,586	3,338
Net cash consumed by investment activities	(2,042)	(1,784)
Net cash from financing activities	476	(4,474)
Increase in cash and cash equivalents	3,020	(2,920)

Net cash from operating activities

The net cash from operating activities was R\$4,586 and R\$3,338 in the fiscal years ended December 31, 2023 and 2022, respectively. The net increase of R\$1,248 observed between the years is mainly due to (i) increase in adjusted income before taxes; (ii) increase in the receipt of RAP (Allowed Annual Revenue) for construction; (iii) positive variation in other liabilities; and (iv) reduction in income tax and social contribution payments.

Net cash consumed by investment activities

Net cash consumed by investment activities was R\$2,042 and R\$1,784 in the fiscal years ended December 31, 2023 and 2022 respectively. The net increase of R\$258 between periods was mainly due to (i) higher investment in fixed assets and intangible assets, which was mitigated by (ii) reduced investment acquisitions; and (iii) higher dividends received from jointly owned subsidiaries.

Net cash from financing activities

The net cash from financing activities was R\$476 in the fiscal year ended December 31, 2023. The net cash consumed by financing activities was R\$4,474 in the fiscal year ended in 2022. The net increase of R\$ 4,950 YoY was mainly due to (i) more debt instruments issued; (ii) higher payments on debt instruments, net of hedges; and (iii) capital increase contributions from minority shareholders, net of issuer costs.

2.2 – Operating and financial results

a. Results of the Company's operations, in particular:

(i) Description of any important revenue components

The composition of the Company's net operating revenue is as follows:

In R\$ millions	Fiscal year ended December 31,			
	2023	%	2022	%
Gross operating revenue				
Electricity distributors	4,501	41.9%	4,589	38.5%
Free consumers	3,514	32.7%	3,772	31.7%
Electricity traders	921	8.6%	954	8.0%
Trading operations	483	4.5%	752	6.3%
Short-term market transactions	426	4.0%	388	3.3%
Services provided	197	1.8%	194	1.6%
Other revenues	117	1.1%	103	0.9%
	10,159	94.5%	10,752	90.3%
Deductions from operating revenue	(947)	-8.8%	(1,000)	-8.4%
Others				
Contract asset remuneration	831	7.7%	755	6.3%
Remuneration of concession financial assets	468	4.4%	485	4.1%
Transmission Infrastructure Construction Revenue	237	2.2%	914	7.7%
Unrealized gains from trading operations	-	-	1	-
	1,536	14.3%	2,155	18.1%
Net operating revenue	10,748	100.0%	11,907	100.0%

Comparative analysis of significant variations in the components of net operating revenue between the years ended December 31, 2023 and December 31, 2022.

Net operating revenue went from R\$11,907 million in 2022 to R\$10,748 million in the fiscal year ended December 31, 2023, thus showing a reduction of R\$1,159 million (9.7%) that mainly reflected the following factors:

- Electricity distributors, free consumers and electricity traders:

The average energy sales price, net of charges on revenue and trading operations, was R\$226.42/MWh, 1.6% higher than the price in the fiscal year ended December 31, 2022, which was R\$ 222.85/MWh. The price increase between the periods under analysis was substantially caused by monetary restatement of current contracts, partly mitigated by proceedings from the sale of the Pampa Sul subsidiary, which sold energy at prices above the average price obtained by the rest of the Company's portfolio.

The amount of energy sold in contracts, net of trading operations, reached 35,816 GWh (4,088 average MW) in the fiscal year ended December 31, 2023 against 37,932 GWh (4,330 average MW) recorded in the fiscal year ended December 31 2022 – a decrease of 2,116 GWh (242 average MW), or 5.6%. The reduction in the amount of energy sold was caused by the reduced volume of sales to distributors, sale of the Pampa Sul subsidiary and lower volume of purchases, and consequently, lower volume available for sale.

Lower sales volume and higher average selling price led to a R\$343 million YoY fall in the Company's net operating revenue - R\$348 million referring to the 2Q23 sale of the Pampa Sul subsidiary.

- **Contract asset remuneration**

Increase of R\$76 million (10.1%) in the remuneration of concession assets, caused, in particular, by higher balances of contract assets smoothed by lower inflation indices.

- **Remuneration of concession's financial assets**

Concession financial assets represent the present value of future cash flows from the portion of energy allocated to the Regulated Contracting Environment (ACR) of the Jaguara and Miranda Hydroelectric Power Plants, equivalent to 70% of the physical guarantee of these plants. These assets are remunerated at the internal rate of return and variation in the Broad Consumer Price Index (IPCA). Remuneration of the concession's financial assets fell from R\$485 million in the fiscal year ended December 31, 2022, to R\$468 million in the fiscal year ended December 31, 2023, thus showing a decrease of R\$17 million (3.5%). This variation was substantially due to the IPCA inflation index falling over the periods compared.

- **Transmission Infrastructure Construction Revenue**

Reduction of R\$677 million (17.1%) in construction revenue, mainly arising from completing works at Gralha Azul and Novo Estado Transmission Systems.

(ii) Factors that materially affected the operating results

Factors that materially affected the Company's operating results in fiscal years ended December 31, 2023 and 2022, are mentioned below. Additional details can be found in items 2.1.h and 2.2.a.(i).

2023

- (i) reduced volume of energy purchases;
- (ii) recovery of energy costs, given renegotiated hydrological risk;
- (iii) reduced own fuel costs;
- (iv) increased gross result from the energy transmission segment;
- (v) increased earnings from equity interest in jointly owned subsidiary (TAG);
- (vi) recognized reversion of impairment, net.

Furthermore, the abovementioned positive effects were partly mitigated by the following negative effects: (i) negative impact of the variation in the quantity of energy sold as a result of selling Pampa Sul; (ii) increased charges for using electrical grid and connection; (iii) increased selling, general and administrative expenses; and (iv) negative result from sale of subsidiary.

2022

- (i) increased combination of variations in quantity of energy sold and average net sales price;
- (ii) reduced recognition of impairment between periods;
- (iii) reduced concession expenses to be paid due to lower adjustment indices;
- (iv) increased gross result from the energy transmission segment;
- (v) reduced own fuel costs;
- (vi) positive result of transactions carried out in the short-term market;
- (vii) higher result from equity interest in jointly owned subsidiary – TAG; and
- (viii) reduction of the negative result from the sale of subsidiaries.

Furthermore, the abovementioned positive effects were partly mitigated by the following negative effects: (i) negative impact of renegotiating hydrological risk, given the positive effect recorded in 2021, with no effect in 2022; (ii) increased volume of energy purchases; and (iii) reduced revenue from concession financial assets.

b. Variations in revenue attributable to changes in prices, exchange rates, inflation and volumes, and introduction of new products and services

The Company's sales revenues are supported by contractual price adjustment clauses, mainly based on the IPCA and IGP-M. The Company's revenue does not have exposure to exchange rates that significantly affect its results, and it was not substantially affected by the introduction of new products and services.

Regarding energy trading operations, the Company operates to obtain income from varying electricity prices within risk and counterparty limits that are predetermined by its Management.

The main variations in the Company's revenues due to changing prices and volumes are explained in item 2.2.a (i) above.

c. Impact of inflation, price changes of main inputs and products, exchange rate and interest rates on the Company's operating results and financial results, when relevant

c.1) Inflation and price variation in electricity sales costs

Energy purchases for portfolio management: these transactions are normally carried out through medium and long-term contracts, which have their prices adjusted by the IPCA and IGP-M. The average negative impacts referring to the price adjustment due to inflation indices were R\$68 million and R\$25 million, for the fiscal years ending on December 31, 2023 and 2022, respectively.

Electricity grid usage and connection charges: calculated by multiplying the amount of grid usage in kW by the tariff set annually by Aneel, based on apportionment of the actual and expected total connection and transmission costs for the entire system, and on IPCA and IGP-M adjustment indices for current transmission and connection contracts. The effect of these varying inflation indicators on the Company's costs was R\$17 million and R\$51 million for the fiscal years ended December 31, 2023 and 2022 respectively.

Financial compensation for the use of water resources (*royalties*): this amount corresponds to 7.0% of the electricity produced and assessed by an Annualized Reference Tariff ("TAR") defined by Aneel that is based on the cost of acquiring energy by the distributor, to be reviewed every 4 years.

For the 2023 fiscal year, the TAR's 7.2% variation had a negative impact of approximately R\$16 million on the Company's results. For the 2022 financial year, the TAR showed 10.2% variation with a negative impact of approximately R\$21 million on the Company's results.

c.2) Impacts of exchange rate, inflation and interest rates on the Company's financial results

Foreign exchange exposure

Information regarding exchange-rate exposure is described in item 2.1 "f" (i) of this Reference Form. The Company does not have any financial commitments in foreign currency that are not fully hedged against exchange-rate variations.

Exposure to interest rate risk and floating indices

On December 31, 2023 and 2022, the Company was exposed to interest rates and floating indices related to variations in the TJLP, DI rate, IPCA and IGP-M.

The impacts of interest and monetary variation on the Company's financial results in the abovementioned periods were as follows:

	On December 31,	
	2023	2022
(amounts in R\$ millions)		
Interest and monetary variation on:		
Loans and financing	743	987
Debentures	624	769
Hedging fair value on loans	219	372
Redeemable preferred shares	88	74
Total interest and monetary variation	1,674	2,202
Concession expenses payable (Use of Public Assets)	599	727

2.3 – Changes in accounting practices/Modified opinions and emphases**a. Changes in accounting practices that have resulted in significant effects on the information provided in fields 2.1 and 2.2****2023**

The Company's accounting practices were not materially altered in the year ended December 31, 2023.

2022

The Company's accounting practices were not materially altered in the year ended December 31, 2022.

b. Modified opinions and emphases presented in the auditor's report

The Company's individual and consolidated financial statements for the fiscal years ended December 31, 2023 and 2022 do not contain modified opinions or emphases in the reports of the Company's independent auditors.

2.4 – Material effects on the financial statements

a. Introduction or disposal of operating segment

The Company's operating segments reflect its management, organizational structure and monitoring of results, as summarized below:

- **Generation:** this is the Company's main business, comprising the portfolio's electricity generation and sale activities.
- **Transmission:** the Company is primarily responsible for construction and installation of infrastructure related to transmission concession in the Gralha Azul, Novo Estado, Gavião Real and Asa Branca Transmission Systems, and it is exposed to risks and benefits arising from construction and operation of these assets.
- **Trading:** this segment aims to obtain results from varying energy prices within predetermined risk limits. The activities in this segment are carried out by the ENGIE Trading and EBC subsidiaries.
- **Gas transportation:** the Company also operates in the gas markets through its jointly owned subsidiary TAG.

2023

The Company's main operating segments are the generation and sale of electricity in its portfolio ("Generation"), electricity transmission ("Transmission") and electricity trading ("Trading"). These segments accounted for 85.3%, 10.6% and 4.1% respectively, of its consolidated net operating revenues in the fiscal year ended December 31, 2023.

The gas transportation segment, through the jointly owned subsidiary TAG, is recognized in results for the period as "Equity Income Result" and accounts for 29.0% of the Company's net income.

In 2023, the Company did not enter any new segments and there was no sale of any operating segment.

b. Setup, acquisition or disposal of equity interest

2023

Issuance of preferred shares of indirect subsidiary

On June 7, 2023, an agreement to invest in Maracanã Geração de Energia e Participações S.A. ("Maracanã"), was signed between its subsidiary ENGIE Brasil Energias Complementares Participações Ltda. ("ENGIE Energias Complementares") and Itaú Unibanco S.A. ("Investor"), with the intervention and consent of Maracanã and other parties, to regulate, among other matters, the Investor's subscription of new preferred shares issued by the indirect subsidiary Maracanã for the amount R\$1 billion, representing 100% of preferred shares and 12.34% of Maracanã's total share capital.

Sale of the subsidiary Pampa Sul S.A. thermoelectric plant ("Pampa Sul")

As part of the Company's decarbonization strategy, on September 15, 2022, a Share Purchase Agreement (SPA) was signed between the Company and ENGIE Brasil Energia Comercializadora Ltda. ("EBC"), with the buyers Grafito Fundo de Investimento em Participações Multiestratégia ("Grafito") and Perfin Space X Fundo de Investimento em Participações em Infraestrutura ("Space X"). The SPA regulates the buyer's acquisition of the seller's entire holdings in Usina Termoelétrica Pampa Sul S.A. ("Pampa Sul"), which holds all assets and rights of Usina Termoelétrica Pampa Sul ("TPP Pampa Sul" or "Plant").

TPP Pampa Sul is located in Candiota, State of Rio Grande do Sul, and its energy source is coal. The plant has 345.0 MW installed capacity and 323.5 MWm of gross physical guarantee, and it sold, at the 20th New Energy

Auction (A-5/2014), 294.5 MWm under a 25-year contract, having started commercial operations on June 28, 2019.

From the sale, the Company will obtain cash in the amount of up to R\$450 million, scheduled for 2024, while the buyers will take over Pampa Sul's net debt, which amounts to approximately R\$1.6 billion. Buyers will obtain full release from the corporate guarantee provided by ENGIE in relation to said debt. The Company's signing of the SPA was approved at its Board of Directors Meeting held on September 15, 2022.

Since the sale value, net of costs, was less than the book value of the subsidiary's net assets in 2022, a R\$191 million impairment provision was recognized in investments in the consolidated entity, with R\$168 million in the parent company. However, due to signing of the SPA for sale of the plant on September 30, 2022, the Company reversed impairment it had recognized in the amount of R\$43 million.

On May 31, 2023, having met precedent conditions, the Company concluded the sale of its shareholdings in the Pampa Sul subsidiary. As of that date, Pampa Sul was no longer controlled or consolidated by ENGIE. The result from the asset's sale, net of selling costs (negative R\$1,296 million) and reversion of impairment (R\$1,243 million), was negative R\$53 million.

Sale of TAG shares

Our Board of Directors meeting held on December 28, 2023 approved the share purchase and sale agreement and other covenants between the Company and Caisse de Dépôt et Placement du Québec ("CDPQ"), through its wholly owned subsidiary CDP Groupe Infrastructures Inc. with TAG's intervention and consent, through which the terms and conditions were agreed for the Company to sell shares representing 15% of TAG's total share capital to CDPQ. For more details, see item 2.6.

For more details on our material corporate transactions, see item 1.12 of this Reference Form.

c. Unusual events or operations

2023

The main unusual events that impacted the Company's results in the fiscal year ended December 31, 2023 were: (i) R\$ 115 million related to renegotiated hydrological risk; (ii) R\$64 million negative effect resulting from periodic tariff review; (iii) R\$53 million net negative results from sale of Pampa Sul Thermoelectric Plant; and (iv) R\$45 million recognized as impairment provision relating to the loss event at the Paracatu Photovoltaic Complex.

2.5 Non-accounting measurements

a. Report the value of non-accounting measurements

EBITDA and EBITDA Margin

EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization) is a non-accounting measurement disclosed by the Company in accordance with CVM Resolution No. 156, dated June 23, 2022 ("CVM Resolution 156"), which superseded CVM Instruction 527/2012, and reconciled with its financial statements, and it consists of net income adjusted by net financial result, income tax and social contribution expenses, and depreciation and amortization expenses and costs.

EBITDA suggests the level of the Company's operating cash generation, that is, it indicates the company's ability to generate cash from its operating assets, consisting of net income for the year plus current and deferred income tax and social contribution expenses, net financial result and depreciation and amortization expenses.

EBITDA Margin is calculated by dividing EBITDA by net operating revenues.

EBITDA and EBITDA Margin are measures recognized by neither the Accounting Practices Adopted in Brazil nor the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB"), they do not represent the cash flows for the reported years and should not be considered a substitute for net income, for operational performance and/or liquidity indicators or for cash flows, nor should they be used as a basis for any dividend distributions. They do not have a standard meaning and may not be comparable to similar measurements provided by other companies.

EBITDA and EBITDA Margin are financial indicators used to evaluate the results of companies without the influence of their capital structure, tax effects and other accounting impacts having no direct effects on the Company's cash flow.

Adjusted EBITDA and Adjusted EBITDA Margin

Adjusted EBITDA is a non-accounting measurement taken by the Company that corresponds to EBITDA for the year, as applicable, adjusted only for non-operating items, non-recurring items or discontinued operations, which, in the case, can be by (a) Impairment; and (b) Sale of Subsidiary; and (c) Insurance Indemnity.

Adjusted EBITDA Margin is calculated by dividing Adjusted EBITDA by net operating revenues.

Adjusted EBITDA is not a measurement recognized according to the accounting practices adopted in Brazil or by the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), and it does not have a standard meaning and may not be comparable to the Adjusted EBITDA prepared by other companies. Adjusted EBITDA has limitations that may hamper its use as a measurement of profitability and does not represent cash flow for the periods reported, nor should it be considered in separate or as a substitute for net income as an indicator of operational performance or as a substitute for cash flow as an indicator of the Company's liquidity. The Company uses Adjusted EBITDA to evaluate its results without the influence of its capital structure, tax effects, other non-operating results and/or extraordinary items.

(In R\$ millions, except %)	Fiscal year ended December 31,	
	2023	2022
EBITDA	7,285	6,790
EBITDA Margin	67.8%	57.0%
Adjusted EBITDA	7,270	6,941
Adjusted EBITDA Margin (%)	67.6%	58.3%

Gross Debt

The Company's Gross Debt is a non-accounting measurement calculated according to market practice and can be reconciled with the Company's financial statements, consisting of the balance of debt instruments (loan and financing agreements, debentures and redeemable preferred shares, current and non-current), net of hedge effects. Gross Debt is not a measurement recognized according to the accounting practices adopted in Brazil or by the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), and it does not have a standard meaning and may not be comparable to the Gross Debt prepared by other companies. The Company uses Gross Debt as a measure to monitor compliance with its obligations contracted with financial institutions, net of its derivatives.

Gross Debt/Adjusted EBITDA

Gross Debt/Adjusted EBITDA is a non-accounting measurement taken by the Company that is defined as Gross Debt divided by Adjusted EBITDA. Gross Debt/Adjusted EBITDA is not a measure recognized according to the accounting practices adopted in Brazil or by the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), and it does not have a standard meaning and may not be comparable to the Gross Debt/Adjusted EBITDA prepared by other companies.

Net Debt

The Company's net debt is a non-accounting measurement calculated in accordance with market practice and can be reconciled with the Company's financial statements, consisting of the balance of debt instruments (loan and financing agreements, debentures and redeemable preferred shares, current and non-current), net of hedge effects ("Gross Debt"), plus cash and cash equivalents and related deposits. Net Debt is not a measurement recognized according to the accounting practices adopted in Brazil or by the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), and it does not have a standard meaning and may not be comparable to the Net Debt prepared by other companies. The Company uses Net Debt to evaluate the Company's financial position and its degree of financial leverage, as well as to assist management decisions related to the management of cash flow, investment and capital structure.

Net Debt/Adjusted EBITDA

Net Debt/Adjusted EBITDA is a non-accounting measurement taken by the Company that is defined as Net Debt divided by Adjusted EBITDA. Net Debt/Adjusted EBITDA is not a measurement recognized according to the accounting practices adopted in Brazil or by the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), and it does not have a standard meaning and may not be comparable to the Net Debt/Adjusted EBITDA prepared by other companies.

Degree of Leverage

The degree of leverage, also a non-accounting measurement, is determined by the following formula: Net Debt / (Net Debt + Shareholders' Equity). Degree of Leverage is not a measurement recognized according to the accounting practices adopted in Brazil or by the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), and it does not have a standard meaning and may not be comparable to the Degree of Leverage prepared by other companies.

Below are the balances of these non-accounting measurements:

(In R\$ millions, except %)	On December 31,	
	2023	2022
Gross Debt	20,905	18,150
Gross Debt/Adjusted EBITDA	2.9	2.6
Net Debt	15,335	15,685
Net Debt/Adjusted EBITDA	2.1	2.3
Degree of Leverage (%)	61.0%	65.0%

Adjusted Net Income and Adjusted Net Margin

The Company's Adjusted Net Income is a non-accounting measurement calculated in accordance with market practice and can be reconciled with the Company's financial statements, consisting of the balance of net income for the year, net of non-recurring effects. The Company considers the following as non-recurring effects: (i) reversals and formation of provisions for impairment recognized during the fiscal year; (ii) sale of subsidiaries; (iii) insurance indemnity. Adjusted Net Margin is calculated by dividing Adjusted Net Income by Net Operating Revenues.

Adjusted Net Income is not a measurement of financial performance according to the accounting practices adopted in Brazil or by the IFRS, nor should it be considered in separate or as an alternative to net income, as a measure of operational performance or as an alternative to operating cash flows or as a measure of liquidity.

The Company reports the following non-accounting measurements related to Adjusted Net Income:

(In R\$ million, except %)	Fiscal year ended	
	December 31,	
	2023	2022
Adjusted Net Profit	3,421	2,764
Adjusted Net Margin (%)	31.8%	23.2%

b. Make reconciliations between the amounts disclosed and the amounts in the audited financial statements

Reconciliation of EBITDA and EBITDA Margin

(In R\$ millions, except %)	Fiscal year ended December 31,	
	2023	2022
Net income for the year	3,429	2,665
(+) Income tax and social contribution (current and deferred)	968	621
(+) Financial result	1963	2,515
(+) Depreciation and amortization	925	989
EBITDA⁽¹⁾	7,285	6,790
Net operating revenue	10,748	11,907
EBITDA margin (%)⁽²⁾	67.8%	57.0%

⁽¹⁾ **EBITDA:** Net Income for the Year plus income tax and social contribution expenses, net financial expenses and depreciation and amortization expenses.

⁽²⁾ **EBITDA Margin:** Calculated by dividing the Company's EBITDA by its Net Operating Revenue.

Adjusted EBITDA and Adjusted EBITDA Margin Calculation Worksheets

(In R\$ millions, except %)	Fiscal year ended December 31,	
	2023	2022
EBITDA	7,285	6,790
(+) Reversal of Impairment ⁽¹⁾ net	(1,198)	67
(+) Sale of subsidiary ⁽²⁾	1,287	84
(+) Insurance indemnity ⁽³⁾	(104)	-
Adjusted EBITDA⁽⁴⁾	7,270	6,941
Net operating revenue	10,748	11,907
Adjusted EBITDA Margin (%)⁽⁵⁾	67.6%	58.3%

⁽¹⁾ **Impairment:** Recoverable value minus the net book value.

⁽²⁾ **Sale of Subsidiary:** Transaction involving the sale of subsidiaries, which no longer consolidated by the holding company.

⁽³⁾ **Insurance Indemnity:** Insurance indemnity resulting from the accident occurred at the Paracatu Photovoltaic Complex.

⁽⁴⁾ **Adjusted EBITDA:** It consists of EBITDA adjusted for Impairment and Sale of Subsidiary, as defined above. The Company understands that (i) Impairment must be considered because it is the result of recoverable value minus net value and (ii) the fiduciary sale due to the sale of subsidiaries, which are no longer being consolidated by the holding company. Note that the hydrological risk renegotiation event (R\$115 million for 2023) was not excluded in the Adjusted EBITDA calculation, given that the Company did not consider it a non-recurring item.

⁽⁵⁾ **Adjusted EBITDA Margin:** Calculated by dividing the Company's Adjusted EBITDA by its Net Operating Revenue.

Reconciliation of Gross Debt, Net Debt, Gross Debt/Adjusted EBITDA, Net Debt/Adjusted EBITDA and Degree of Leverage

(In R\$ millions, except %)	As of December 31,	
	2023	2022
Loans and financing (current and non-current)	12,420	11,910
Debentures (current and non-current)	7,686	5,446
Redeemable preferred shares (current and non-current)	571	584
Result of derivative transactions - hedge (current and non-current)	228	210
Gross Debt ⁽¹⁾	20,905	18,150
(+) Cash and cash equivalents and related deposits	(5,570)	(2,465)
Net Debt ⁽²⁾	15,335	15,685
 Gross Debt/Adjusted EBITDA	2.1	2.6
Net Debt/Adjusted EBITDA	2.9	2.3
Shareholders' Equity	9,816	8,440
Degree of Leverage (%) ⁽³⁾	61.0%	65.0%

⁽¹⁾ **Gross Debt:** It consists of the balance of debt instruments (loan and financing agreements, debentures and redeemable preferred shares, current and non-current), net of hedge effects.

⁽²⁾ **Net Debt:** It consists of Gross Debt plus cash and cash equivalents and related deposits.

⁽³⁾ **Degree of Leverage:** Net Debt divided by the sum of Net Debt and Shareholders' Equity.

Reconciliation of Adjusted Net Income and Adjusted Net Margin

(In R\$ millions, except %)	Fiscal year ended December 31,	
	2023	2022
Net Income for the Year	3,429	2,665
Impairments ⁽¹⁾	(1,198)	67
Disposal of investment ⁽²⁾	1,287	84
Insurance indemnity ⁽³⁾	(104)	-
Income tax and social contribution on the effects above	7	(52)
Adjusted Net Income⁽⁴⁾	3,421	2,764
Net Operating Revenue	10,748	11,907
Net Margin (%)⁽⁵⁾	31.9%	22.4%
Adjusted Net Margin (%)⁽⁶⁾	31.8%	23.2%

⁽¹⁾ **Impairments:** Recoverable value minus the net book value.

⁽²⁾ **Sale of Investment:** Transaction involving the sale of subsidiaries, which no longer consolidated by the holding company.

⁽³⁾ **Insurance Indemnity:** Insurance indemnity resulting from the accident occurred at the Paracatu Photovoltaic Complex.

⁽⁴⁾ **Adjusted Net Profit:** Consisting of the balance of net profit for the year, net of non-recurring effects. The Company considers the following as non-recurring effects/: (i) impairments carried out during the fiscal year; (ii) the sale of investments; and (iii) recognized insurance indemnity. Note that the hydrological risk renegotiation event (R\$115 million for 2023) was not excluded in the calculation of Adjusted Net Profit, given that the Company did not consider it a non-recurring item.

⁽⁵⁾ **Net Margin:** Calculated by dividing the Company's Net Income for the Year by its Net Operating Revenue.

⁽⁶⁾ **Adjusted Net Margin:** Calculated by dividing the Company's Adjusted Net Income by its Net Operating Revenue.

c. Explain why you believe that such a measurement is more appropriate for a proper understanding of your financial condition and the results of your operations

The Company uses such measurements because it believes that they represent the metrics usually used by investors in general to diagnose and analyze the Company's operations. Furthermore, it uses such metrics to guide the actions of the Company's Management with the aim of maximizing its financial and operational performance, as well as the profitability of the equity interest held by the Company's shareholders.

EBITDA, Adjusted EBITDA, Adjusted Net Income, EBITDA Margin, and Adjusted EBITDA Margin

EBITDA, Adjusted EBITDA, Adjusted Net Income, EBITDA Margin and Adjusted EBITDA Margin are the financial indicators used to evaluate the Company's results without the influence of the Company's capital structure and tax effects.

Because financial expenses and revenues, income tax and social contribution (current and deferred), depreciation and amortization and non-recurring transactions are not considered for its calculation, the Company understands that the Adjusted EBITDA is the most appropriate indicator for analytical purposes, as it works as a general performance measure by approximating the cash generation of its economic activity. Consequently, Adjusted EBITDA works as a significant tool to periodically compare operational performance and to support certain administrative decisions. Adjusted EBITDA allows a better understanding not only of financial performance, but also of the ability to meet liabilities and obtain funds for capital expenditures and working capital. EBITDA, Adjusted EBITDA, EBITDA Margin and Adjusted EBITDA Margin, however, have limitations that hinder their use as measures of profitability, as they do not consider certain costs arising from business that could significantly affect profits, such as financial expenses, taxes, depreciation, capital expenses and other related costs.

The Company understands the Adjusted EBITDA Margin to be an appropriate measurement for understanding its financial condition because it measures the Company's operating profitability.

Gross Debt, Net Debt and Degree of Leverage

The Company understands that Gross Debt, Net Debt and Degree of Leverage are appropriate measurements for understanding its financial condition, as they measure the level of financial leverage, a key element for executing the Company's business growth strategy.

Gross Debt/Adjusted EBITDA, Net Debt/Adjusted EBITDA

The Company uses the indicators to measure the time to pay off any loans, financing and debentures with its operating cash generation.

2.6 Events subsequent to the Financial Statements

a. Proposed Additional Dividends

The Company's Board of Directors, in a meeting held on February 27, 2024, referred to the Annual General Meeting, for approval, the proposed distribution of additional dividends on the adjusted profit for the year ended December 31, 2023, in the amount of R\$722, or R\$0.88446720613 per share. Such proposal must be ratified by the Annual General Meeting, which will be responsible for determining the dividend payment conditions.

b. Sale of TAG shares

On January 10, 2024, after all precedent conditions had been met, the sale of 15% of the equity interest held by the Company in TAG was completed through a transfer of shares and settlement of the price, according to the terms of the share purchase agreement and other covenants concluded on December 28, 2023 by and between the Company, as seller, TAG, as intervening consenting party, and Caisse de Dépôt et Placement du Québec, through its wholly-owned subsidiary CDP Groupe Infrastructure Inc., as buyer.

The Company continues to be a shareholder in TAG, holding shares representing 17.5% of TAG's total capital stock, with the ENGIE Group remaining with 50% of TAG's total capital stock, both bound by TAG's shareholders' agreement, keeping the current control group.

2.7 Use of Earnings

Fiscal year ended December 31, 2023

(a) Earnings Retention Rules	Earnings are retained to make investments, as set out in the Company's capital budget. Other than the reserves provided by corporate laws, the Company does not have any other reserves governed by its Bylaws.
(a.i) Earnings Retention Amounts	<p>Legal reserve: For the fiscal year ended December 31, 2023, there was no appropriation of earnings because the limit of 20% of the capital stock had been, according to article 193 of Law No. 6,404/1976.</p> <p>Tax incentive reserve: Amounting to R\$8,734,328.98.</p> <p>Earnings retention reserve: Amounting to R\$1,559,990,391.47.</p>
(a.ii) Percentages relating to total profits declared	<p>Legal reserve: For the fiscal year ended December 31, 2023, there was no appropriation of earnings because the limit of 20% of the capital stock had been reached, according to article 193 of Law No. 6,404/1976.</p> <p>Tax incentive reserve: 0.3% of net income for the year adjusted for the purposes of dividends and return on equity.</p> <p>Earnings retention reserve: 45.0% of net income for the year adjusted for the purposes of dividends and return on equity.</p>
(b) Dividend distribution rules	<p>Under article 31, § 1, of the Company's Bylaws, in each year, there will be a mandatory dividend distribution equivalent to no less than 30% of net income, as adjusted according to the law, and the use of the full earnings for the year will be submitted to the general meeting for resolution.</p> <p>Furthermore, under the same article, § 2, of the aforementioned document, the Company may draw up balance sheets at any time and, upon resolution by the Board of Directors, distribute interim and intermediate dividends based on such balance sheets, provided that the total dividends paid in each half of the fiscal year shall not exceed the amount of the capital reserves provided by Law.</p> <p>Also by deliberation by the Board of Directors, as authorized by article 31, § 5, of its Bylaws, the Company may pay return on equity.</p> <p>The Company has an indicative policy on dividend distributions in an amount equivalent to 55% of adjusted net income for the year, with distributions paid out every six months. A distribution may be paid in an amount lower than 55% of the adjusted net income when required by any applicable legal provision or by the Company's financial condition.</p>
(c) Dividend distribution frequency	<p>As described in item "b" above, dividends are distributed on a half-yearly basis to the extent that any profits are determined in the period in question, and the Bylaws allows the distribution of interim dividends, by resolution of the Board of Directors, based on balance sheets prepared for the year in question.</p> <p>Additionally, the Board of Directors may declare interim dividends using any retained earnings or profit reserves existing in the latest annual balance sheet.</p>
(d) possible restrictions on dividend distributions imposed by law or special	There are no restrictions on the distribution of dividends imposed by any laws, regulations or contracts or any court, administrative or arbitration decisions, except for the restriction on dividend distributions in the event of acceleration

Fiscal year ended December 31, 2023

regulations applicable to the issuer, as well as contracts or court, administrative or arbitration decisions

of the debentures of the 5th, 6th, 7th, 9th, 10th and 11th issues, which would restrict such payments in the event that the Company is in default of any pecuniary obligation relating to the debentures, except for the mandatory minimum dividend provided in article 202 of the Corporation Law.

(e) If the issuer has a formally approved earnings appropriation policy, indicating the body responsible for approval, date of approval and, if the issuer publishes the policy, the websites where the document can be viewed

According to the provisions of article 31, § 1, of the Company's Bylaws, in each year, there will be a mandatory dividend distribution equivalent to no less than 30% of net income, as adjusted according to the law, and the appropriation of the full profit of the year must be submitted to the general meeting for resolution. Furthermore, as approved at the November 14, 2005 meeting of the Board of Directors, the Company has an indicative policy of distributing dividends in an amount equivalent to 55% of adjusted net income for the year, with distributions paid out half-yearly. Distributions may be paid out in an amount lower than 55% of adjusted net income for the year when required by any applicable legal provision or the Company's financial condition.

The Company's Bylaws are available for viewing on the CVM's website (www.cvm.gov.br) and the Company (<https://www.engie.com.br/investidores/>).

2.8 Relevant items not shown in the financial statements**a. Assets and liabilities held by the Company, directly or indirectly, and not reflected in its balance sheet (off-balance sheet items)**

(i) *Portfolios of receivables written off for which the entity has neither retained nor substantially transferred the risks and benefits of ownership of the transferred asset, indicating respective liabilities*

There are no portfolios of receivables written off for which the Company has not substantially retained or transferred the risks and benefits of ownership of the transferred asset not stated in the Company's balance sheets for the last fiscal year.

(ii) *Contracts for future purchases and sales of products or services*

The Company has future energy purchase and sale agreements recorded in its balance sheet, designated as derivatives. Long-term purchase contracts for products and/or services do not need to be recorded, but they are stated in note to the financial statements ended December 31, 2023.

(iii) *Unfinished construction contracts*

There are no unfinished construction contracts not shown in the Company's balance sheets for the last fiscal year.

(iv) *Contracts for future financing receipts*

There are no contracts for future receipts from financing not shown in the Company's balance sheets for the last fiscal year.

b. Other items not shown in the financial statements

There are no other items not shown in the Company's financial statements for the last fiscal year.

2.9 Comments on items not highlighted

- a. How such items change or may change the revenues, expenses, operating results, financial expenses or other items in the Company's financial statements**
- b. Nature and purpose of the transaction**
- c. Nature and amount of obligations assumed by and rights generated in favor of the Company as a result of the transaction**

Not applicable, considering that there are no items not shown in the Company's individual and consolidated financial statements for the last fiscal year.

2.10 Business Plan

a. Investments

(i) Quantitative and qualitative description of ongoing and planned investments

2023

Electricity transmission:

Concerning investments related to transmission expansion, at the close of the fiscal year ended December 31, 2023, the following milestones stood out:

(i) Gavião Real Transmissora de Energia: The overall progress of construction reached 81.9%. The project is scheduled to be energized in the first quarter of 2024, before the deadline of March 30, 2026 for the start-up, as determined by Aneel; and

(ii) Asa Branca Transmissora de Energia: The main agreements for services, equipment and materials were signed to fulfill the business plan set up by the Company. The maximum period for construction is 66 months, with an expected advance by at least 24 months.

Power generation:

Concerning investments related to expansion in generation, at the end of 2023, the following milestones stood out:

(i) Santo Agostinho Wind Complex – Phase I: The overall progress of construction reached 95.8%, with all auxiliary construction, pre-assembly 100% completed, and 60 wind turbines with all main components already assembled. At the time, the project had 33 Generating Units (GUs) in commercial operation and another 22 authorized for test operation.

(ii) Assuruá Wind Complex: At the end of the year, construction progress reached 31.0%. The gradual entry into commercial operation is expected to begin in the second half of 2024, with completion of implementation for the second half of 2025; and

(iii) Assú Sol Photovoltaic Complex: The implementation of photovoltaic plants had reached 8.6% progress by the end of 2023, and engineering activities, vegetation removal, earthworks and the laying of tracker foundations are underway. The start-up of the first photovoltaic unit is expected to occur in the second half of 2024, and full commercial operation is expected for the second half of 2025.

Investments made in the fiscal year ended December 31, 2023 are highlighted below:

Funding Sources (In R\$ millions)	Realized as of 12/31/2023
Funded by debt	3,642
Funded out of equity ⁽¹⁾	(1,788)
Contribution by minority shareholders	1,000
	2,854

⁽¹⁾ The negative value of equity expected for 2023 refers to the amount of debt raised, which will be invested in the following years.

For the fiscal year ended December 31, 2023, the Company invested R\$2,854 million, of which: (i) R\$28 million was invested in the acquisition of equity interests; (ii) R\$20 million of which in the increase in stake in the Machadinho Consortium; and (i.ii) R\$8 million in the Assú Sol Photovoltaic Complex; (ii) R\$2,595 million in the construction of new projects: (ii.i) R\$1,067 million of which concentrated in the Santo Agostinho Wind Complex, Phase I; (ii.ii) R\$1,051 million in the Serra do Assuruá Wind Complex; (ii.iii) R\$239 million in the Assú Sol Photovoltaic Complex; (ii.iv) R\$176 million in Novo Estado Transmissora de Energia; (ii.v) R\$47 million in Gavião Real Transmissora de Energia; (ii.vi) R\$8 million in Asa Branca Transmissora de Energia; and (ii.vii) R\$7 million in the Gralha Azul Transmission System; (iii) R\$143 million was allocated to maintenance and revitalization projects for the generating complex; and (iv) R\$88 million were designated for the upgrades of the Salto Osório, Miranda and Jaguara Hydroelectric Power Plants.

The aforementioned amounts do not consider the capitalization of interest on financing during the construction phase of the projects.

The main projects and investments planned for the coming years refer to the implementation of the Santo Agostinho (Phase I) and Serra do Assuruá Wind Complexes, the Gavião Real and Asa Branca Transmission Systems, and the Assú Sol Photovoltaic Complex.

(ii) Sources of investment financing

The industry projects carried out by ENGIE Brasil Energia subsidiaries are usually financed to the order of 50% to 70% of the total investment. The remaining amount is covered by the Company's own funds, which usually result from capital contributions by the holding company ENGIE Brasil Energia. ENGIE Brasil Energia raises funds through bank loans or issuances on the capital market, which are usually intended for the aforementioned contributions.

(iii) Relevant divestments in progress and planned divestments

Sale of TAG shares

The Company's Board of Directors, in a meeting held on December 28, 2023, approved the execution of the share purchase agreement and other covenants by, on the one hand, the Company and, on the other hand, Caisse de Dépôt et Placement du Québec ("CDPQ"), through its wholly-owned subsidiary CDP Groupe Infrastructures Inc., with the intervention and consent of TAG, whereby the terms and conditions were stipulated for the Company's sale to CDPQ of shares issued by TAG and held by the Company representing 15% of TAG's total capital stock.

The base selling price was R\$3,113 million, in a locked box structure, with the appropriate adjustments for inflation until the closing date, in line with usual terms for transactions of the same size and nature and as set forth in the Share Purchase Agreement.

With the completion of the transaction, the Company will continue to be a shareholder in TAG, becoming the direct holder of shares issued by TAG representing 17.5% of the capital stock. In this regard, the Company will remain bound by TAG's shareholders' agreement, keeping the current control group, together with GDF International ("GDFI") and CDPQ.

On January 10, 2024, after all conditions precedent had been met, the sale of the 15% equity interest held by the Company in TAG was completed, through a transfer of shares and settlement of the price, according to the terms of the share purchase agreement and other covenants signed on December 28, 2023 by the Company, as seller, TAG, as intervening consenting party, and by the Caisse de Dépôt et Placement du Québec, through its wholly-owned subsidiary CDP Groupe Infrastructure Inc., as buyer.

The Company continues to be a shareholder in TAG, holding shares representing 17.5% of TAG's total capital stock, with the ENGIE Group still holding a 50% interest in TAG's total capital stock, both bound by TAG's shareholders' agreement, keeping the current control group.

With the exception of those mentioned above, as of the date of this Reference Form, the Company has no other divestments in progress or planned.

b. Acquisitions of plants, equipment, patents or other assets already disclosed that should materially influence the Company's production capacity

Participation in Transmission Auction No. 1/2023

On June 30, 2023, the Company won at Transmission Auction No. 1/2023, promoted by the National Electricity Agency (Aneel), Lot 5, located in the states of Bahia, Minas Gerais and Espírito Santo, which totals approximately 1,006 kilometers of transmission lines. The RAP submitted by the Company was R\$249.3 million, with a discount of 42.8% in relation to the maximum revenue determined by the Aneel of R\$435.9 million, and with investment expected by Aneel of R\$2,667 million.

On September 27, 2023, the Company signed the concession contract for the aforementioned auction, which was named Asa Branca. Construction is expected to begin in the second half of 2024.

The concession period for the transmission utility service, including licensing, construction, operation and maintenance of transmission facilities, will be 30 years, starting on the execution date of concession agreement.

Purchase of photovoltaic sets

The Company's Board of Directors, in a meeting held on October 27, 2023, approved the signing of agreement to purchase photovoltaic sets through ENGIE Brasil Energia Complementares Participações Ltda, a direct subsidiary of the Company. On October 28, 2023, ECP and GIP Helios II SA ("GIP") signed a share purchase agreement governing the acquisition of all shares issued by Atlas Energia Renovável do Brasil S.A. ("Atlas Renovável") and Atlas Brasil Energia Holding 2 S.A. ("Atlas Holding 2" and, together with Atlas Renovável, referred to as "Atlas") and, consequently, of the shares issued by the Juazeiro, São Pedro, Sol do Futuro, Sertão Solar and Lar do Sol Photovoltaic Complexes that are held by Atlas.

The installed capacity and trading capacity of the complexes total 545 MW on average and 145.1 MW average, respectively. The total acquisition value will be approximately R\$3,240 million, which breaks down into the purchase price, in the amount of up to R\$2,269 million, and Atlas' net debt, in the amount of approximately R\$971 million, which will be consolidated. The amounts involved may be changed (earn-out) according to the fulfilment of certain conditions set out in the agreement and are subject to adjustments until the closing date of the transaction. The closing of the transaction is expected to occur in the 1st quarter of 2024.

c. New products and services

(i) Description of ongoing research already disclosed

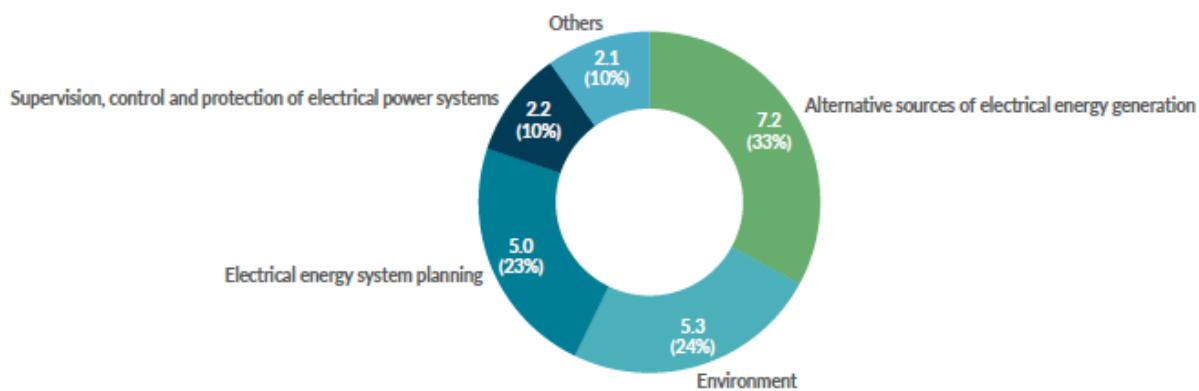
The Aneel's research, development and innovation (PDI) program represents one of the most relevant mechanisms for putting innovation into practice at ENGIE Brasil Energia. In total, the Company has invested more than R\$200 million in almost 200 projects carried out through partnerships with companies, universities and research institutions, fomenting the open innovation model. For 2023, the Company invested in: (i) the "National Fund for Scientific and Technological Development" (FNDCT); (ii) the Ministry of Mines and Energy (MME), to fund the "Energy Research Company" (EPE); (iii) the Energy Development account (CDE), to defray the affordability of rates; and (iv) research, development and innovation projects.

(ii) Total amounts spent by the issuer on research to develop new products or services

For 2023, more than R\$59.6 million was allocated to the program, apportioned as follows:

- R\$23.9 million to the National Fund for Scientific and Technological Development (FNDCT);
- R\$11.9 million to the Ministry of Mines and Energy (MME), to fund the Energy Research Company (EPE);
- R\$7.1 million to the Energy Development account (CDE), to defray the affordability of rates;
- R\$16.7 million to be contributed to research, development and innovation projects.

The volume invested by ENGIE Brasil Energia in the 15 Projects underway in 2023, out of funds from the balance available for contributions to the Aneel PDI program, was R\$21.8 million, apportioned among the issues as shown in the graph. If we consider the amount spent since the beginning of each of the current projects, the amount exceeds R\$73 million.



(iii) Projects under development already announced

Among the ongoing projects, the following stand out:

- **Computational tool for detecting, identifying and quantifying energy losses in photovoltaic plants:** Aligned with the goals of expanding complementary renewable energy generation, the project, carried in partnership with the Federal Institute of Education, Science and Technology of Santa Catarina (IFSC) and the Federal University of Santa Catarina (UFSC), will ensure the detection of faults in photovoltaic systems, through machine learning and physical modeling.
- **MagAnalyzer:** This is a system for continuous monitoring of the magnetic field created around synchronous generators of hydroelectric plants, in order to detect any abnormalities that may indicate the presence of faults in the initial stage or in progress. The invention, at the end of 2023, went through the last steps in the innovation chain, aiming at the manufacture of the product.

Work has also begun on the development of the project "Valuation of Hydroelectric Plant Services and Commercial Proposals." Spanning 22 months in length and with investments estimated at R\$3.3 million, the goal of the project is to quantify those known as "hydroelectric power plant attributes", valuing the quality of services and security of supply provided by these assets. With hundreds of cascade plants in Brazil and a significant accumulation capacity in reservoirs, the project show bright prospects for increasing the market value of the plants, particularly taking into account existing studies that consider a future scenario with capacity auctions and export of spilled energy that can run though turbogenerators.

(iv) Total amounts spent by the issuer on the development of new products or services

Not applicable.

d. Opportunities included in the issuer's business plan related to ESG issues

The Company's primary activity is electricity generation from renewable sources, which means that its commitment to environmental sustainability is inherent in its business plan. By using renewable sources (hydroelectric, biomass, wind, solar), the Company contributes to the reduction of carbon emissions and the diversification of the energy matrix, aligning itself with global goals to combat climate change. Furthermore, renewable energy generation represents a stable and sustainable source of revenue, particularly in an energy transition scenario, where there is growing demand for this type of energy.

The Company also has solutions in its portfolio to support other organizations on their decarbonization journey. To that end, ENGIE offers the market Green Products: Carbon Credits (MDL), Renewable Energy Contracts (ENGIE-REC) and Renewable Energy Certificates (I-RECs), products that serve to neutralize and/or offset Scope I, II and III GHG emissions of the Corporate Emissions Inventories.

2.11 Other factors that significantly influenced operational performance

Completion of implementation of the Gralha Azul ("Gralha Azul") and Novo Estado ("Novo Estado") Transmission Systems

In February 2023, the Gralha Azul Transmission System went fully operational, with the energization of the section that runs through the urban and rural areas of the cities of Ponta Grossa, Imbituva and Irati. Gralha Azul had the first lines energized in 2021, 16 months in advance of the deadline stipulated in the concession agreement.

In the same period, Novo Estado Transmissora completed the implementation of the Novo Estado Transmission System by energizing the power lines between the Xingu and Serra Pelada substations, the last stage necessary to achieve full operation of Novo Estado. The commercial operation began in December 2021 and was completed within the schedule set by the Aneel.

Start-up of the Santo Agostinho Wind Complex

On March 23, 2023, the Company received authorization from the Aneel to start the commercial operation of generating unit 1 at Eólica Santo Agostinho 14, with installed capacity of 6.2 MW, which is part of the Santo Agostinho Wind Complex, a project composed of 14 wind farms, with 70 wind turbines and a total installed capacity of 434 MW.

UHE Jaguara upgrade agreement

On July 25, 2023, the Company, through its subsidiary Companhia Energética Jaguara, signed an upgrade agreement for the Jaguara Hydroelectric Plant, located in Rifaina, in the state of São Paulo. With installed capacity of 424 MW, the plant has been in operation since 1971.

The agreement includes upgrades on four generating units, with a capacity of 106 MW each, as well as generators, turbines, speed and voltage regulators, digital supervision and control system, protection system and all related auxiliary systems, for the amount of R\$516 million, which is expected to extend for four years, between 2025 and 2028.

Impacts of the war in Ukraine and the conflict between Israel and Hamas

The Company does not have any contracts with any party involved in any of the conflicts. It will continue to monitor developments. Additionally, assuming that no worsening occurs, the Company does not estimate any significant effects on the results for the year ended December 31, 2023 that could compromise its operating capacity and the implementation of its projects.

Research and Development (R&D) Projects

Innovation

In addition to the information disclosed in item 2.10.(c), more than an important competitive factor, ENGIE Brasil Energia views innovation as a promising path to tackle the challenges facing society concerning sustainable development. In a collaborative way, combining science, technology and human capital, the Company encourages ideas that make a positive impact on the world, focused on energy efficiency, renewable sources, smart cities and sustainability. Collaboration occurs both internally and through external partnerships.

Innovation management at ENGIE Brasil Energia is conducted on the following fronts:

- **Innovation Forum:** Responsible for strategic planning, which includes setting priorities for investments in Research, Development and Innovation (PDI) projects. It is composed of officers and managers of different departments.

- **Tactical Innovation Center:** It approves investments in incremental innovations and monitors innovation contexts, including new technologies, market information, potential customers and regulatory updates. It is responsible for disseminating the innovation culture at ENGIE and approving criteria for evaluating ideas submitted through INOVE, the Company's intrapreneurship program. The Center is staffed by employees of different departments and positions.
- **Innovation, Research and Development Coordination:** A team exclusively dedicated to the innovation, research and development, with professionals from different academic backgrounds, which coordinate related initiatives, such as those involved in the INOVE Program, the Aneel PDI Program, Open Innovation, the framing of projects in the law known as "Lei do Bem", management of intellectual property and royalties, promotion of internal awards ("Re-Conhece" Awards), and international awards for the group (One ENGIE Awards).

In 2023, ENGIE Brasil Energia actively participated in Public Consultation No. 12/2023, related to the Five-Year Strategic Innovation Plan – PEQuI 2023–2028 of the Aneel's Research, Development and Innovation (PDI) Program. According to the provisions of Law No. 9,991/2000, companies in the electricity sector are required to allocate 1% of their annual net operating revenues to PDI activities.

In addition to participating in town hall meetings and workshops related to the Public Consultation, the Company submitted contributions and held discussions with associations representing Energy Transmission Companies (ABRATE) and Independent Energy Producers (APINE) about joining efforts towards developing proposals.

Patents

In 2023, ENGIE Brasil Energia was awarded two innovation patents. The first is for the "Method for thermal imaging of a generator stator using distributed sensors", developed in partnership with the Federal Technological University of Paraná. The invention ushered in a new way of monitoring the temperature of the stators, using optical sensors. Thermal imaging allows the early identification of hot spots and possible failures in the stator insulation, which increases operational availability and avoids maintenance costs, as well as prolonged machine downtime.

The second patent awarded was for the "System and method for determining the efficiency of three-phase induction motors (MIT) in operation", developed together with the Federal University of Santa Catarina (UFSC) and the Federal Institute of Santa Catarina (IFSC). The equipment is capable of estimating the value of energy losses in three-phase electric motors, without taking them out of operation, that is, the method is non-intrusive. The information generated supports decision-making on the energy efficiency of engines.

Protection of Ichthyofauna

An ENGIE Brasil Energia project developed through the Aneel's PDI program won the 29th *Expressão de Ecologia* Award 2022/2023, in the Technology category. With an investment of around R\$6 million, a software product unprecedented on the market was developed aimed at protecting the ichthyofauna around hydroelectric plants. The software was integrated into the operating system of the Machadinho Hydroelectric Plant, where the pilot project was carried out, to monitor the activity and volume of biomass of the yellow-spotted fish in the Plant's suction tube.

Another relevant fact was that the Company started to receive royalty payments due to the sale of domestic wind turbines developed in partnership with WEG and Centrais Elétricas de Santa Catarina (Celesc), through another Aneel PDI project. With a rated output of 4.2MW, the machine is the first domestic wind turbine and was ENGIE's largest R&D project in Brazil—approximately R\$80 million was invested by the Company. The forecast is that more than R\$8 million in royalties will be received in the coming years for the Company's participation in the development of the technology.

The royalties received in 2023 are related to 17 wind turbines installed in Brazil in 2022. In addition to confirming the strategic value of innovation for generating value, the initiative proved beneficial to all market players that use the solutions developed, such as the chain involved in the design, testing, implementation and operation of wind power plants in the country.

Corporate innovation

At ENGIE Brasil Energia, fostering innovation is the foundation of our corporate culture, with emphasis on Inove – an internal program that encourages innovative suggestions, aimed at operational and procedural improvements and the creation of new products and services, including the use of new technologies and the development of projects pertaining to ESG issues. All employees across the board can participate, and the ideas approved receive funds for actual implementation, recognizing and rewarding their authors.

Innovate in numbers – 2023

- 249 employees directly involved
- 136 initiatives registered
- R\$1.1 million in investments
- R\$5.8 million in estimated return or potentially avoided cost

In addition to Inove, other actions were carried out in 2023 to strengthen the innovation culture:

- 1st Virtual Innovation Meeting with teams from Hydroelectric Plants to share solutions implemented in the assets.
- Coffee with Innovation: Monthly meetings in ENGIE's internal environments to disseminate available innovation promotion mechanisms.
- Workshop on mapping innovation opportunities within the operation and maintenance sector.
- Immersion in ecosystems spread over Brazil, such as São Luís, state of Maranhão (MA), Florianópolis, state of Santa Catarina (SC), and Bridge Ecosystem, at the USP, São Paulo, state of São Paulo (SP), as well as benchmarking with innovative companies from different sectors; and
- Corporate recognition of the best innovation initiatives presented in 2022 and 2023, with trophies presented to the winning teams.

Open innovation

ENGIE Brasil Energia is part of LinkLab, a program from the technology association *Associação Catarinense de Tecnologia* (or Acate for short) that connects large and small businesses, facilitating an agile contracting of services and solutions from a startup ecosystem with startups spread all over Brazil. This connection allows them to implement short-term, low-cost projects and develop Proofs of Concept (POC) that, if validated, can evolve into solutions applicable to business.

When specific challenges arise, the Company has the practice of opening calls for projects and setting up a channel for different proponents to suggest solutions, in line with the Open Innovation model.

"Law for Good"

The Company also uses the benefits of the law known as "Law for Good" (*Lei do Bem*), which aims to encourage research and technological innovation via tax incentives. In the first half of 2023, 51 innovative projects were identified by the Company through that mechanism, with the participation of around 160 employees. The tax benefits applied to these projects total R\$4.8 million.

"Law for Good" – Numbers

- Employees directly involved: 159
- Projects eligible for 2023: 51
- Tax benefits: R\$4.8 million

Venture Capital

In 2023, ENGIE Brasil Energia concluded its first investment in the Venture Capital model. The digital platform from Decarbonize, a startup based in Florianópolis, provides services to offset the greenhouse gas (GHG) emissions of businesses, automating and simplifying the calculation and management of annual emissions for small and medium-sized businesses, as well as events. ENGIE saw in the partnership an opportunity to scale up in the retail market and expand the reach of the decarbonization journey of customers and partners.

3.1 Disclosed projections and assumptions

a. Purpose of projection

Investments in equity interests, in maintenance, in the construction of new transmission systems and in the revitalization and expansion of the generation park.

The Company's statement of investment amounts breaks them down into three groups:

- investments financed with equity, including acquisitions;
- investments financed with debt, including debts assumed in acquisitions; and
- investments financed with third-party capital, such as minority shareholders.

All projection models are contemplated in item "d" below.

The projections made are estimates, which the Company understands to be reasonable and normally depend on future events. Therefore, they cannot be considered a promise of performance by the Company and its management.

b. Projected period and projection validity period

ENGIE Brasil Energia discloses to the market its investment projections for the current year and the two subsequent years on a quarterly basis, which are valid until they are either implemented or replaced with a new projection.

c. Assumptions of projections, with an indication of those which may be influenced by the Company's management

The Company's investment projections are mainly based on these assumptions:

- Maintenance schedule for generating units;
- Equipment diagnostics;
- Regulatory obligations; and
- Strategic initiatives.

The amounts reported, both projected and realized, do not consider interest on construction (Interest on Borrowed Capital).

Management can influence all assumptions, except regulatory obligations that are beyond its control.

In the case of a material change in any of the above assumptions, the projections may be revised.

d. Values of indicators subject to the forecast

The projected amounts for the period ending September 30, 2024 and December 31, 2024, can be found in the tables provided below, as well as the realized amounts in the year 2024. Those amounts are shown in millions of Reais and do not include interest on financing capitalized during the plants' construction period.

d.1. Year of 2024

Projections for the years 2024, 2025 and 2026, released in the 3rd quarter of 2024 (3Q24):

Description \ Projection period	2024	2025	2026
Funded by debt	6,149	2,372	1,434
Funded out of equity	3,801	1,399	663
Total	9,950	3,771	2,097

Projections for the years 2025, 2026 and 2027 released in the 4th quarter of 2024 (4Q24):

Description \ Projection period	2025	2026	2027
Funded by debt	2,775	1,434	-
Funded out of equity	1,430	668	2,192
Total	4,205	2,102	2,192

Analysis of relevant changes:

The changes relating to the last reported period substantially resulted from the change in the physical and/or financial schedule for the implementation of the following projects: Serra do Assuruá Wind Complex, Assu Sol Photovoltaic Complex, Asa Branca Transmission System, Graúna Transmission System, modernization of the Salto Osório Hydroelectric Plant, and the recovery of Paracatu Photovoltaic Complex generating park.

The updated projections mainly refer to:

- 2025: completion of the Serra do Assuruá Wind Complex and Assu Sol Photovoltaic Complex, modernization of the Jaguara and Salto Osório Hydroelectric Plant, expansion of the installed capacity of the Paracatu Photovoltaic Complex generating parks, implementation of the Asa Branca and Graúna Transmission System as well as the modernization and maintenance of the Company's generating park;
- 2026: the modernization of the Jaguara Hydroelectric Plant, implementation of the Asa Branca Transmission System as well as the maintenance of the Company's generating park; and
- 2027: the modernization of the Jaguara Hydroelectric Plant, implementation of the Graúna Transmission System as well as the maintenance of the Company's generating park

Investments made in 2024:

Total investments at ENGIE Brasil Energia in 2024 reached R\$ 9,664 million, of which (i) R\$ 9,350 million invested in the acquisition of equity interests and the construction of new projects: R\$ 4,100 million in the implementation and acquisition of the Serra do Assuruá Wind Complex, R\$ 2,364 million in the acquisition of Photovoltaic Sets owned by Atlas Energia Renovável do Brasil S.A., R\$ 1,912 million in the Assu Sol Photovoltaic Complex, R\$ 405 million in the Asa Branca Transmission System, R\$ 276 million in the Santo Agostinho Wind Complex, R\$ 141 million in the recovery of the Paracatu Photovoltaic Complex, R\$ 53 million in the conclusion of Gralha Azul Transmission System, R\$ 46 million in the Graúna Transmission System (implementation and compensation for existing assets), and R\$ 53 million in expansions and reinforcements, as well as in the completion of other transmission systems; and (ii) 314 million was allocated to revitalizing the generating complex, mainly from hydroelectric plants, and for upgrading the Jaguara, Miranda and Salto Osório Hydroelectric Plant.

3.2 Monitoring projections

a. Indicate which are being replaced by new projections included in the form and which are being repeated in the form

Projections have been disclosed, updated and replaced quarterly, when applicable, as set out in section 3.1 above.

b. Regarding projections for periods that have already passed, compare the projected data to the actual performance of the indicators, clearly indicating the reasons leading to any deviations from the projections

The information provided below is in R\$ millions.

Projection for 2022:

Description \ Projection period	2022
Funded by debt	1,671
Funded out of equity	812
Total	2,483

Investments made in 2022:

Description	Realized for 2022
Funded by debt	814
Funded out of equity	2,336
Total	3,150

Summary of differences between forecast and realized for 2022:

The differences relating to the projections published for 2022 at the end of 2021 and the investments made this year, amounting to R\$667 million, were mainly due to (i) the acquisition of the Floresta and Paracatu Photovoltaic Complexes, (ii) the acquisition and construction of the Serra do Assuruá Wind Complex, and (iii) the postponement of the financial schedule for the Santo Agostinho Wind Complex.

Projection for 2023:

Description \ Projection period	2023
Funded by debt	6,409
Funded out of equity	(1,186)
Total	5,223

Investments made in 2023:

Description	Realized 2023
Funded by debt	3,642
Funded out of equity	(1,788)
Funded out of equity	1,000
Total	2,854

Summary of differences between forecast and realized for 2023:

The differences related to the projections published for 2023 at the end of 2022 and the investments made this year, amounting to R\$2,368 million, were mainly due to (i) changes in the financial schedules for the implementation of the following projects: Santo Wind Complex Agostinho, Serra do Assuruá Wind Complex, Assu Sol Photovoltaic Complex, and the upgrades of the Salto Osório, Jaguara and Miranda Hydroelectric Plants.

Projection for 2024:

Description \ Projection period	2024
Funded by debt	3,601
Funded out of equity	5,992
Total	9,593

Investments made in 2024:

Description	Realized 2024
Funded by debt	5,747
Funded out of equity	3,917
Total	9,664

Summary of differences between forecast and realized for 2024:

The differences related to the projections published for 2024 at the end of 2023 and the investments made this year, amounting to R\$71 million, were mainly due to (i) changes in the physical and/or financial schedules for the implementation of the following projects: Santo Wind Complex Agostinho, Serra do Assuruá Wind Complex, Assu Sol Photovoltaic Complex, Asa Branca Transmission System and the upgrades of the Jaguara Hydroelectric Plant; (ii) the completion of the Transmission Systems and their reinforcements; (iii) the compensation for the operational assets that are part of the Graúna Transmission System, acquired at the transmission auction held in September 2024; and (iv) the execution of the recovery of the Paracatu Photovoltaic Complex and completion of the acquisition of Atlas' photovoltaic plants.

c. Regarding projections for periods still in progress, indicate whether the projections remain valid on the date of submission of the form and, when applicable, explain why they were abandoned or replaced

According to section 3.1 (d) above, the projections were reviewed by Management and are valid on the date of submission of this Reference Form. The Company emphasizes that the amounts reported are exclusive of the effects of interest incurred on construction, therefore differing from the book values shown in its financial statements.

4.1 Description of risk factors

Potential buyers of the Company's securities should carefully consider the specific risks related to the Company and the securities themselves. The risk factors listed below should be considered in light of the financial circumstances and investment objectives.

The Company's business, financial conditions and results of operations can be adversely affected by any of these risk factors. The market price of securities can decrease due to any of these risk factors, causing total or partial losses to you. There are other additional risk factors, which may have effects similar to those of the risks listed below. Risks can materialize individually or cumulatively.

The order in which the risks are presented, within each category, seeks to take into account, in descending order, the relevance of the risks, although such order may vary both as a result of the severity and the possible occurrence of a given risk. The presentation order has no relation to the relating probability of occurrence of any of the risks set out in this document.

Furthermore, notwithstanding the subdivision of this section 4. Risk Factors, certain risk factors that may be in a subsection may also apply to other subsections of section 4.

a. Risks related to the Company

The Company may not be able to obtain, maintain or renew in a timely manner the necessary licenses, registrations, enrollments and authorizations from or with government authorities and distribution concessionaires for the conduct of its business or otherwise face material delays to obtain/renew them.

The Company depends on obtaining various licenses, registrations, enrollments and authorizations for the conduct of its business, including, but not limited to, licenses for Hydroelectric Plants, Small Hydroelectric Plants (PCHs), Wind Generation Plants (CGEs) and Photovoltaic Solar Energy Plants (UFVs), as well as authorizations from the National Electricity Agency (Aneel) and the Ministry of Mines and Energy (MME), and environmental licenses from municipal, state and federal environmental agencies, and it may have difficulties in obtaining new approvals, licenses and/or authorizations or renewing existing ones in compliance with the laws and regulations applicable to its business.

Licenses, registrations, enrollments and authorizations require, among other things, the Company periodically report on its compliance with rules and any conditions stipulated by the relevant agencies. In addition, the Company is subject to inspections conducted periodically by such agencies with aim of determining whether the obligations set forth in the applicable regulations are being met. The Company may not be able to meet the conditions required for it to maintain or keep such licenses, registrations, enrollments and authorizations. Furthermore, if, in the context of such inspections, any noncompliance by the Company with the applicable rules is found, then the licenses necessary for the Company's activities may be revoked or suspended, and the Company will be subject to fines and the imposition of other administrative penalties. Any failure to obtain, maintain or timely renew such licenses, registrations, enrollments and authorizations may result in the Company being prevented from implementing and/or carrying out its activities, consequently making a negative impact on its results.

For environmental licenses, authorizations and other documents, specifically, any failure to obtain, cancel or renew them in a timely manner may subject the Company to criminal and administrative sanctions (including fines and partial or total suspension of activities), without prejudice to the obligation to repair any environmental damage caused at the civil level, so the Company's financial results, results of operations and image may be adversely affected. For additional information on environmental licenses, authorizations and other documents, see risk factor "*The Company and its subsidiaries may fail to meet with the conditions set out in the environmental licenses of their projects or be unable to secure or correct the licensing of any projects that may be acquired.*"

The construction, expansion and operation of electricity generation plants and transmission lines involve significant risks that can lead to loss of revenues or increased expenses.

The construction, operation, maintenance and expansion of facilities and equipment dedicated to the generation and transmission of electricity are subject to a series of risks, which include, but are not limited to:

- inability to obtain government permits and approvals;
- unavailability of equipment;
- unavailability of distribution and/or transmission systems;
- interruption of supply;
- work stoppage, strikes and other labor disputes;
- social unrest;
- hydrological and climatic interferences;
- political and judicial interference;
- unexpected engineering and environmental problems;
- delays in construction and start-up or unforeseen cost overruns;
- changes to currently existing subsidies;
- need for high capital investments;
- unavailability of adequate financing; and
- legal and regulatory changes.

If the Company is faced with any of these or other risks not mentioned above materializing, it may not be able to generate and/or transmit electricity in quantities compatible with its business plans, which may adversely affect its financial condition and results of operations.

Dams are important generation assets for the Company's business, as they store the majority of its energy generation capacity in reservoirs. Any failures in these structures, including the collapse of a dam, may result in losses and damages to third parties and the Company's business.

Several factors can contribute to an increased risk of dam failures, negatively impacting the Company's business. Lack of suitable maintenance is a crucial factor that can lead to a dam failure. Lack of regular inspections, repairs and upgrades can result in wear and tear of the dam structure over time. Furthermore, aging facilities and lack of investment in improvements also increase the risk of structural failures. This negligence can expose the Company to significant environmental and social damages, as well as potential financial losses and negative impacts on its reputation.

Additionally, there are external factors of risk of collapse inherent in the structures that may arise from climatic factors or result from damages to projects owned by other agents located upstream on the same river. Therefore, the Company is subject to the possible risks of collapse events that, if they occur, could result in social damages, and potential loss of human lives in communities close to the assets, as well as environmental, regulatory, economic and reputational damages.

Lack of planning and preparedness for emergency situations, including, but not limited to, lack of appropriate employee training, absence of efficient warning systems, and lack of effective communication with authorities and the local community, can hamper a quick and effective response in the event of an emergency, increasing the damage caused by a dam collapse.

If any dams fail, for internal and/or external reasons, the Company may suffer negative adverse effects on the reputational, operational and financial levels, as it may be forced to shut down the generating units for long periods, which may require expensive repairs.

The Company may not be able to fully execute its business strategy.

The Company's ability to fulfill its business strategy depends on a number of factors, including the ability to:

- expand its energy generation and transmission assets;
- grow with financial discipline;
- optimize its customer portfolio;
- achieve operational efficiency; and
- keep its regulatory commitments.

Once new concessions have been obtained, the Company still has to seek financing for the construction of projects or for investments in construction on additions and replacements. The Company cannot ensure that any of these and other objectives essential to the business plan will be fully achieved. If the Company is not successful in implementing its business strategy, then its financial condition and results of operations may be adversely affected.

The Company is liable for any losses and damages caused to third parties as a result of failures in electricity generation from its plants or interruptions or disturbances not attributable to any identified agent in the electricity sector.

According to the laws of Brazil, the Company, as a utility service provider, is strictly liable for any direct and indirect losses resulting from inadequate provision of services, such as (i) losses and damages caused to third parties as a result of failures in the operation of its plants leading forced outages, interruptions or disturbances to the distribution and/or transmission systems or (ii) interruptions or disturbances that not attributable to any identified agent in the electricity sector. This means that the Company may be held liable for any damages, regardless of negligence or willful misconduct.

If the Company is held liable for losses and damages resulting from failures in electricity generation from its plants or interruptions or disturbances not attributable to any identified agent in the electricity sector, any indemnities will result in a cash disbursement by the Company, which could have an adverse effect on the conduct of business, results of operations and financial condition of the Company.

The Company may incur additional costs associated with the pension plan it maintains for its employees, causing an adverse effect on its financial condition.

The Company sponsors defined benefit supplementary pension plans ("BD Plans") through PREVIG – Sociedade de Previdência Complementar, which are closed to new members, and whose participants are mainly retirees who have already started enjoying benefits, as well as participants who opted for the proportional benefit.

The DB Plans sponsored by the Company pose a risk arising from the non-materialization of the assumptions used in actuarial calculations, namely, the life expectancy of participants and fluctuations in interest rates.

In the twelve-month period ended December 31, 2023, the amount of liabilities recognized as relating to post-employment benefits under the Company's responsibility was R\$400 million and corresponded to the net liabilities assessed by actuaries. Out of the total amount of actuarial liabilities, R\$278 million correspond to contracted debts.

If the Company should have to record actuarial losses as a result of any change in actuarial assumptions, discount rates or accounting practices, then its equity and financial position may be adversely affected.

The Company and its subsidiaries may not be able to sell all of their energy at planned prices.

The authorizations that the Company and its subsidiaries hold for projects already awarded by the Aneel and the MME do not provide any present or future guarantee of a favorable consumer market for the electricity produced. Electricity prices are influenced by fluctuations in the energy market, which are mainly affected by hydrology and energy supply and demand. The expansion of electricity production in the Brazilian system depends on future demand from consumers, which may not materialize or be lower than expected by the Company and its subsidiaries. Furthermore, any increase in demand, even if as expected or greater, may be supplied by competitors or by other electricity generation projects, such as thermal generation and large hydroelectric plants, which are already in operation or will come into operation in the future.

Consequently, sales of electricity at planned prices are subject to the existence of the corresponding demand from the consumer market, represented mainly by consumers in the Free Contracting Environment (ACL), electricity traders and electricity distributors. If the Company and its subsidiaries are unable to sell all the energy generated or, even if they do sell all of it, they cannot reach the expected prices, they may face a significant decrease in their estimated revenues. That can have a material adverse impact on the results of operations and, consequently, the general results of the Company.

Any decisions unfavorable to the Company, its subsidiaries and/or its management in judicial, administrative or arbitration proceedings can adversely affect it.

The Company is, and may be in the future, a defendant in judicial, administrative and/or arbitration proceedings in civil, tax, labor, corporate, regulatory, competition, criminal and environmental matters, among others. The Company cannot ensure that the outcome of those proceedings will be favorable thereto or that it will maintain a provision, in full or in part, sufficient to cover all liabilities that may arise from these proceedings. Any decisions contrary to the Company's interests that may prevent the conduct of its business as initially planned, affect its reputation or interests that of its management or subsidiaries, its ability to contract with governmental authorities or obtain substantial amounts, especially when a provision has not been made or has been, but is not sufficient, may have adverse financial, operational and reputational effects on the Company, including the market value of its shares.

Any judicial or administrative decisions against the Company may restrict its operations and the use of its funds, which may impact the fulfillment of the Company's obligations to third parties. Any decisions against the Company may also involve amounts for which provisions may not have been made and require relevant financial resources. The occurrence of any of these risks may materially and adversely affect the Company and its financial situation and image. Finally, in addition to the costs of legal fees for defending those cases, the Company may be forced to post bonds in court in connection with such proceedings, which could affect the Company's financial capacity.

For a detailed discussion of the relevant judicial, administrative and arbitration proceedings, see sections 4.4 to 4.7 of this Reference Form.

Part of the Company's assets is linked to the provision of utility services. These assets will not be available for liquidation in the event of bankruptcy, nor may they be pledged as collateral for the enforcement of court decisions.

According to the applicable laws, a large part of the Company's generation and transmission assets are linked to the provision of utility services. These assets will not be available for liquidation in the event of bankruptcy or to be pledged as collateral for the enforcement of court decisions, and such assets must be reverted to the granting authority if the concession ends or is terminated, according to the applicable laws. These limitations may significantly decrease the amounts available to the Company's shareholders and creditors, while having a negative effect on the Company's ability to obtain financing.

The Company's insurance policies may not be sufficient to fully cover liabilities incurred in the ordinary course of the Company's business, and necessary insurance coverage may not be available in the future.

The Company cannot guarantee that the coverage of the policies it has contracted will be sufficient to fully cover any liabilities incurred in the ordinary course of its business or that the necessary insurance coverage will be available in the future. If any of the uninsured events occurs, the paid-in investment may be lost. Furthermore, there are certain types of risks that may not be covered by their policies, such as, for example, war, acts of God, force majeure or interruption of certain activities, which, in the case of an accident involving said risks, may have a negative financial and operational impact on the Company's business.

Furthermore, the Company and its subsidiaries may not be able to obtain, in the future, insurance policies on the same terms as the current ones.

Consideration for a Small Hydroelectric Plant (PCH) contracted under the Incentive Program for Alternative Sources of Electricity (Proinfa) and not participating in the Energy Reallocation Mechanism (MRE) depends on hydrological conditions in the region where the PCH is located.

The consideration for the sale of electricity by PCHs not participating in the MRE depends on the generation recorded for the previous year, which, in turn, depends on the natural energy flowing into the hydroelectric plant in which the PCH is located.

Any failure of expected hydrological conditions to occur could result in generation being compromised, which could adversely affect the Company's future revenues.

A substantial part of the Company's results operations depends on favorable hydrological conditions.

According to MME data, more than 70% of the effective electricity supply of the National Interconnected System (SIN) is generated by hydroelectric plants. Since the SIN operates in a dispatch system optimized and centralized by the ONS, each hydroelectric plant, including those of the Company, is subject to changes in climatic and hydrological conditions observed both in the geographic region where it operates and in other regions of the country.

The occurrence of unfavorable hydrological conditions, together with the obligation to deliver the physical guarantee, may result in the Company's exposure to the short-term energy market, where prices may be high, which may negatively affect the Company's future results of operations, as well as the market value of the securities issued by the Company.

Almost all of the Company's hydroelectric generation capacity is included in the MRE. The MRE reallocates electricity on the basis of accounting, transferring the surplus electricity from those having generated in excess of their physical guarantee to those having generated below theirs. If hydroelectric generation is lower than the total physical guarantee of plants participating in the MRE, that characterizes a generation shortfall, which is then prorated among MRE participants, which may cause the Company to be exposed to the short-term market and have an impact on its business.

The development of new electricity generation projects by the Company and its subsidiaries depends on the future scenario involving costs, demand, production, energy prices, regulations, technological evolution and the output capacity of the National Interconnected System ("SIN"), which may differ significantly from the current market scenario.

The investments made by the Company and its subsidiaries in new energy generation projects are based on scenarios that take into account such variables as demand, transmission costs, distribution costs, and electricity production and prices. Such variables and estimates can materialize in manners different than expected, having an unfavorable impact on the making of new investments with attractive returns. The projection of unfavorable future scenarios can mean a change of focus by the Company on the development of new projects, which may preferably opt to acquire operational projects with energy contracted in the short and medium terms instead of developing greenfield projects.

Additionally, the Company and its subsidiaries, during the implementation of new projects, may incur additional costs or unbudgeted costs in connection with the construction of such projects, which may have an adverse effect on the financial situation of the Company and its subsidiaries. Such additional costs may also arise due to unexpected situations, such as port closures, excessive rainfall, events of force majeure and others that may change prices for the inputs, services and equipment necessary for the implementation of new assets of the Company and its subsidiaries.

Finally, for the development and implementation of new renewable energy projects, the Company and its subsidiaries depend on the existence of a margin of output through the SIN in the locations where their projects

are located, so that they can request the necessary authorizations to use the system. The recent scenario of growing solar and wind generation projects has culminated in structural requirements for access to the power grid, which can aggravate the risk that new projects may have limited output capacity or difficulties obtaining an opinion on access with connection feasibility, so as to impact energy trading activities. In such a context, if the Federal Government, through the MME and the Aneel, fails to implement structuring connection measures necessary for the output of electricity to be generated by new projects, then the Company and its subsidiaries may see themselves prevented from making their new projects viable due to the absence of transmission and distribution structures, which could have a material adverse effect on the financial situation and results of operations of both the Company and its subsidiaries.

Insufficient wind caused by natural factors may result in less wind generation than contracted, negatively impacting the Company's results.

The Company is exposed to the possibility of insufficient wind caused by natural factors. An extended period of wind shortage could result in less energy being generated than contracted, which can have negative impacts on the Company's results of operations.

The growth of the Company's business and operations can be adversely affected if new energy purchase and sale agreements are not obtained in the ACL.

The Company's business plan contemplates obtaining new contracts in the ACL, in which any participant, be it a generator, self-producer, supplier or consumer, when the requirements set out for their participation in the ACL are met, can work on the scheduling and contracting of amounts of electricity at any time, for any supply period, irrespective of government action, and can therefore compete with the Company and its subsidiaries for new contracts.

If the Company or its subsidiaries are unable to negotiate new contracts in the ACL, their revenues may decrease, which could materially adversely impact their growth and results.

The Company can be adversely affected by difficulty in obtaining necessary funds through transactions in the capital or credit market.

To obtain funds for its activities, including projects recently acquired and/or developed by the Company, the Company seeks to obtain financing from financial and development institutions. Its ability to continue obtaining such financing or to obtain it on favorable terms depends on several factors, including the Company's debt level and market conditions.

Additionally, the market for securities issued by Brazilian companies, as well as the supply of credit to Brazilian companies, is influenced, to varying degrees, by the global economy and market conditions, in particular by Latin American countries and other emerging markets. Investor reactions to events in these countries may have an adverse effect on the market value of securities of Brazilian issuers. Crises in Brazil and/or other emerging countries or the economic policies of other countries, in particular the United States, can reduce investor demand for securities from Brazilian companies, as well as the supply of credit to Brazilian companies. Additionally, any significant volatility in the domestic and global credit and capital markets and/or unavailability of financing in the domestic and global credit and capital markets at reasonable rates can make a material adverse impact on the financial market, as well as the domestic and global economies.

If the Company is unable to obtain the necessary funds or to obtain them on reasonable terms, then the Company may have difficulty implementing and completing the planned investments in its fixed assets, and the operation and development of its business may be adversely impacted.

The Company's financial contracts contain specific obligations, including contractual restrictions on the Company's debt capacity.

The Company and its subsidiaries are subject to certain covenants in existing loan and financing agreements, as well as debenture indentures, that restrict their autonomy and ability to contract new debts. In the event of noncompliance with any provision of the respective contracts, including the financial indices set forth in those contracts, the amounts coming due under such contracts (principal, interest and penalties), besides triggering cross acceleration or cross default of other obligations of the Company and its subsidiaries, according to the provisions of existing loan and financing agreements and debenture indentures. In the event of acceleration of any relevant financial agreement, the Company and its subsidiaries may not be able to pay the outstanding amounts of the relevant debts, which may have a material adverse impact on the Company's business and financial condition.

Additionally, within the scope of such financial contracts and debentures, there have been given, among other guarantees: (i) a pledge of all shares representing the share capital of the subsidiaries Jaraguá and Miranda; (ii) a pledge of all shares representing the share capital of the subsidiaries of ENGIE Brasil Energias Complementares Participações Ltda. (EBCEP), a subsidiary of the Company, as per section 6.5 of this Reference Form, which have financial contracts in force; (iii) corporate sureties; and (iv) an assignment of credit rights of certain CCEARs. If the Company is not able to honor the obligations assumed in the context of its indebtedness or if any debts are accelerated due to any of the events contemplated in their respective instruments, then the collaterals provided may be foreclosed on, which can have a material adverse effect on the Company and its results, particularly in the event of a possible change of control of the aforementioned subsidiaries of the Company and its subsidiaries.

For more information regarding the Company's financial contracts and their main characteristics, collaterals and obligations, see section 2.1(f) of this Reference Form.

The Company may face situations of potential conflict of interest in transactions with related parties.

The Company has agreements signed with its direct and indirect subsidiaries, as well as with companies controlled by the same Economic Group, ENGIE, which are set out in section 11 of this Form.

Agreements with related parties pose a potential conflict of interest between the parties, which may prove complex for Company to analyze all potential conflicts of interest involved.

The Company cannot ensure that its rules, policies and practices for dealing with these situations, as set out in section 11 of this Reference Form, will be effective or that its transactions with related parties are/will be carried out in strict compliance with good governance practices and/or existing rules, on a strictly arm's length basis and with appropriate compensatory payment, which may negatively impact the Company's business and make an adverse impact on its activities, financial condition and results, as well as on its shareholders.

We should also note that, depending on the nature of the agreement between related parties, the validity of the transaction may require the prior consent of the Aneel, which may pose additional risk associated with any unfavorable decisions by the regulator.

For additional information regarding related-party transactions, see section 11 of this Reference Form.

The Company depends on digital systems, and any failure of or attack on these systems can adversely affect the Company's activities.

The Company uses and depends on digital information technology and automation systems for significant factors in its operations, including the operation of industrial units, data storage, and the retrieval of critical business information. Digital systems are vulnerable to damage from a variety of sources, such as network failures, natural disasters, sabotage, vandalism, terrorist attacks, software errors, malfunctions and/or physical or electronic intrusions, malicious code (such as viruses) and malicious humans acts generated by cybercriminals, which can result in interruption of activities, damage to assets, unauthorized access, fraud, theft, and destruction and/or improper disclosure of information from digital systems.

Any significant failures or interruptions in the digital systems used by the Company or its third-party service providers may prevent the Company from conducting its energy generation and transmission operations and business activities in general. Any interruption or loss of digital systems on which critical aspects of the Company's operations depend can have an adverse effect on its activities, business, results of operations and financial condition.

In addition, the Company stores sensitive information in digital systems, including information related to suppliers, employees and customers. Therefore, if the Company's own servers or any third-party servers on which the Company's data is stored are attacked by a physical or cyber invasion, malware or any other malicious human action, then the sensitive information of the Company and third parties may be stolen, destroyed or improperly disclosed.

Any security breach involving unauthorized access, misappropriation, loss or any other unauthorized disclosure or use of sensitive information of suppliers, customers or other partners related to the Company, whether by the Company itself or by third parties, can (i) subject the Company to administrative, civil and criminal sanctions, (ii) have a negative impact on the Company's reputation or (iii) make the Company accountable to its suppliers, customers, other partners or governmental authorities. Any of these events can have an adverse impact on the Company's activities, financial condition and results of operations.

The Company is subject to risks associated with noncompliance with the legislation applicable to the processing of personal data and can be adversely affected by the imposition of fines and other types of sanctions.

In 2018, the General Personal Data Protection Law (Law No. 13,709/2018, or "LGPD") was enacted, governing practices related to the processing of personal data in a general way, and no longer sparsely and on an industry-specific basis, as the right to privacy and data protection had been regulated in Brazil until then.

The LGPD lays out a new legal framework to be observed in personal data processing operations and provides, among other measures, rights to personal data subjects, cases in which the processing of personal data is allowed (legal bases), obligations and requirements related to information security incidents involving personal data and the transfer and sharing of personal data, as well as sanctions for noncompliance with its provisions, which range from a simple warning and order to delete any personal data processed irregularly to the imposition of a fine to a ban on the processing of personal data. The law also authorizes the creation of the National Data Protection Authority. ("ANPD"), an agency tasked with ensuring compliance with data protection rules.

The LGPD came into force on September 18, 2020, and the applicability of the administrative sanctions set forth therein was postponed to August 1, 2021, under Law No. 14,010/2020.

However, regardless of the applicability of administrative sanctions, noncompliance with any of the provisions set out in the LGPD poses the following risks from it went into force: (i) the filing of legal actions, individual or collective, seeking redress for damages arising from violations, based not on only on the LGPD, but also on the sparse and industry-specific data protection legislation still in force; and (ii) imposition of the penalties set forth

in the Consumer Protection Code and Civil Rights Framework for the Internet by certain consumer protection agencies, as they have already taken such actions.

If the Company is not in compliance with the LGPD, it will be subject to the sanctions, individually or cumulatively, of warning, obligation to disclose the offense, temporary blocking, deletion of personal data, partial suspension of operation of the database to which the offense refers for a maximum period of 6 months, suspension of performance of the personal data processing activity to which the offense refers for a maximum period of 6 months, partial or total prohibition from performing any activities related to data processing, and a fine equivalent to no more than 2% of the revenues of the company, group or conglomerate in Brazil for its previous year, net of taxes, up to the overall amount of R\$50 million per offense. In addition, the Company may be held liable for material, moral, individual or collective damages caused, and be held jointly and severally liable for material, moral, individual or collective damages caused, by any other data controllers or operators with which personal data may be shared due to noncompliance with the obligations set forth in the LGPD.

Therefore, the absence of sufficient measures to protect the personal data processed by the Company, as well as any noncompliance with applicable legislation, may result in high fines, indemnity payments, disclosure of the incident to the market, elimination of personal data from the database and even suspension of its activities, which can negatively affect the Company's reputation and results and, consequently, the value of its shares.

The Company may not be able to pay to holders of the Company's shares dividends and return on equity.

The holders of the Company's shares may not be paid dividends or return on equity or may be paid dividends lower than the mandatory minimum.

According to its bylaws, the Company must pay to shareholders a dividend equivalent to no less than 30% of its annual net income, as calculated and adjusted under the Brazilian Corporation Law. Furthermore, by resolution of the Board of Directors, the Company may pay a return on equity.

Net income can be capitalized, used to offset losses or retained under the Brazilian Corporation Law and may not be made available for dividend or return on equity payments. In addition, the Brazilian Corporation Law allows publicly-held companies to suspend the distribution of mandatory dividends in any given fiscal year if the Board of Directors advises the annual general meeting that such distribution would be incompatible with the Company's financial condition. If any of these events occurs, the shareholders may not be paid dividends or return on equity.

Furthermore, it is worth noting that the Company's 5th, 6th, 7th, 9th, 10th and 11th issue debentures include restrictions on the dividend payouts in the event that the Company is in default of any pecuniary obligations related to such debentures, except for the mandatory minimum provided for article 202 of the Corporation Law.

Accordingly, the holders of shares issued by the Company may not be paid dividends or return on equity under those circumstances or may otherwise be paid dividends lower than the mandatory minimum.

The Company may not be able to contract hedge transactions in relation to its financial debt contracted abroad and variable interest rates, which may adversely affect it.

The Company has loan and financing agreements denominated in US Dollars and in *Reais*. As of December 31, 2023, 7.2% of the Company's gross debt, corresponding to R\$1,484 million, was denominated in US Dollars, including its short and long-term debts. The remaining 92.8% was denominated in *Reais*, also comprising short and long-term debts.

As of December 31, 2023, 7.2% of the Company's gross debt was pegged to derivative financial instruments (swap contracts), 100% of which were related to fluctuations in the US Dollar against the Real (linking the corresponding expenses to the DI Rate or pre-fixed rates). The Company cannot guarantee the success of any

hedging practices and will also be subject to the risk that any of the Company's counterparties in such transactions may not honor their obligations. Therefore, the Company may not be able to protect itself against significant fluctuations in foreign currency rates, interest rates and other risks, which may adversely affect the Company's business, results of operations and financial condition.

Any breach of the Company's Code of Ethics and any anti-fraud, anticorruption or antibribery laws and regulations by its subsidiaries, management, employees, suppliers or third parties can hurt the Company's reputation and result in a material adverse effect on its business, results of operations and financial condition.

The Company's internal controls and procedures may not be sufficient to prevent or detect any misconduct, fraud or breaches of applicable laws or the Company's internal policies by its subsidiaries, employees, management, suppliers and other agents, related parties and investees or to ensure that everyone acts at all times in strict compliance with the Company's internal policies and the anticorruption laws and regulations applicable to the Company, examples of such statutes in Brazil including, but not being limited to, Decree-Law No. 2,848/1940, Law No. 8,137/1990, Law No. 8,429/1992 ("Administrative Misconduct Law"), Law No. 8,666/1993, Law No. 9,613/1998, Law No. 12,846/2013 ("Anticorruption Law"), Decree No. 11,129/2022, Decree No. 3,678/2000, Decree No. 4,410/2002, and Decree No. 5,687/2006. Sanctions imposed under such laws include fines, forfeiture of assets, rights and securities illegally obtained, suspension or partial closure of activities, prohibition from contracting with the Government or receiving tax or credit benefits or incentives, which sanctions, if imposed, can adversely affect the Company's reputation, business, financial condition and results.

If internal controls are not capable of preventing or detecting (i) violations of the Administrative Misconduct Law, the Anticorruption Law or any similar laws, (ii) incidents involving fraudulent and dishonest behavior on the part of the Company's subsidiaries, management, employees or third parties hired to represent the Company or (iii) any other instances of behavior not consistent with ethical principles, then the Company and its subsidiaries may sustain legal sanctions, such as fines, forfeiture of assets and rights, suspensions, closures, prohibition from contracting with the Government or receiving tax or credit benefits or incentives, as well as reputational sanctions, thus affecting its business, results of operations and financial results.

The conduct of business and the growth of the Company and its subsidiaries depend on their ability to attract and retain qualified professionals.

The Company and its subsidiaries heavily depend on the services of technical professionals in the conduct of their business. If the Company and its subsidiaries should lose any key members of that staff, the Company and its subsidiaries will have to attract and train additional personnel for their technical team, which may cause the Company and/or its subsidiaries to incur high costs. Professionals with a technical background have been in high demand in the market, and the Company and/or its subsidiaries compete for this type of labor in a global market for its services. If it is unable to attract and retain the key personnel it needs to expand its operations, the Company and/or its subsidiaries may be unable to manage their business efficiently, which can have a material adverse effect on their business and results.

The Company's acquisition strategy involves risks related to (i) successful negotiations for the acquisition of assets and businesses that may complement the Company's portfolio, (ii) the integration of acquired businesses and (iii) the discovery of any contingencies not identified prior to the acquisition, so the Company may not achieve its financial and strategic goals as expected at the time of any acquisition.

Asset acquisitions constitute a fundamental element of the Company's growth strategy. In this regard, considering that certain assets, when acquired, may still be in the development phase, these assets may face various problems, including accounting and financial issues, which may impact the Company's ability to successfully integrate such new businesses and frustrate the Company's expectations of expanding its portfolio

and increasing its energy generation capacity. Consequently, the Company's business, results of operations and financial results may be adversely affected.

In addition, the Company may be held liable for contingencies related to such assets and businesses it may have acquired, including any contingencies not known to the Company at the time of acquisition that may be identified in the future. Brazilian courts have ruled that the controlling shareholder, any entity succeeding another company, any company receiving assets from another company and any companies in the same economic or corporate group may be jointly and severally liable for labor, social security, civil and tax liabilities related consumer and environmental rights, among other liabilities, of any companies linked to or having previously held its assets, as the case may be. Accordingly, the Company, as a successor, can be held liable for any contingencies arising from the development and implementation of those assets prior to their incorporation into the Company's assets if the selling company fails to honor its obligations or proves unable to meet the obligations attributed thereto. she assigned. If such contingencies should materialize, the Company may incur relevant costs and expenses, which may have a material adverse effect on the Company's business and results.

The Company's investment projections are estimates that depend on future events and may not be realized.

The Company's investment projections, as disclosed in section 3 of this Reference Form, are based on assumptions related to future events and trends, and those assumptions, which can be influenced by Management, are subject to economic, competitive, political, regulatory and operational uncertainties, contingencies and risks, among other factors. Accordingly, the Company cannot ensure that its projections, estimates and assumptions will be realized, and if they don't, that can result in changes in its investment strategy. If the Company does not make the investments or makes them under conditions different from those expected, then its operational and financial performance may be adversely impacted.

b. Risks related to its shareholders, in particular the controlling shareholders

The interests of the Company's Controlling Shareholder may conflict with the interests of the Company's investors.

ENGIE Brasil Participações Ltda., the Company's controlling shareholder, has powers to, among other things, elect the majority of the members of the Board of Directors and determine the result of resolutions that require shareholder approval, including in transactions with related parties, corporate reorganizations, asset sales, partnerships and payment of any future dividends, subject the requirements for payment of the mandatory dividend imposed by the Brazilian Corporation Law and the Company's bylaws. The controlling shareholder may be interested in making acquisitions, or asset sales, entering in partnerships, obtaining financing or conducting similar transactions that can conflict with the interests of other shareholders and have a material adverse effect on the Company.

c. Risks related to the Company's subsidiaries and affiliates

TAG is a jointly controlled subsidiary of the Company and is not consolidated in its financial statements, according to the applicable accounting practices.

Since 2019, the Company has held joint control of Transportadora Associada de Gás (TAG). Given that joint control, the Company does not consolidate TAG's results in its financial statements. Therefore, the investment is accounted for at cost and subsequently recognized by the equity method. The earnings of the joint venture are recognized in the "equity pick-up" line in the individual and consolidated income statement, while changes in other comprehensive income are presented as part of the Company's other comprehensive income.

In this context, the investment in TAG may sustain an impairment, which is calculated as the difference between the jointly controlled subsidiary's recoverable value and book value. Furthermore, the goodwill related to TAG is

included in the book value of the investment and is therefore neither amortized nor impairment-tested as a separate asset.

Additionally, through TAG, the Company began to do business in the gas transportation segment, which involves the construction, expansion, operation and maintenance of gas pipelines, facilities and equipment. The risks arising from this business segment include:

- unavailability of gas transportation systems;
- interruption of supply;
- unavailability of equipment;
- unexpected engineering problems and social and environmental problems;
- construction and operation delays or unexpected cost overruns;
- regulatory changes;
- changes in existing tax incentives;
- strikes and other labor disputes, especially related to key suppliers;
- social unrest in the spheres of influence of its gas pipelines.

If TAG comes across any of these or other risks, it may not be able to fulfill its gas transportation agreements, which could adversely affect its financial condition and results of operations.

Additionally, TAG has gas transportation service agreements with Petrobras representing 81% of its net operating revenues for the fiscal year ended December 31, 2023, so the majority of TAG's revenues come from a single customer. Accordingly, TAG may not be able to operate under the contracts entered into due to events that are beyond its control, and Petrobras may attempt to cancel or renegotiate its agreements. TAG's inability or Petrobras' inability to fulfill its respective contractual obligations could have a material negative effect on TAG and, consequently, on the Company.

Furthermore, Petrobras may terminate these agreements early in the cases contemplated therein or not renew them as they expire. There is no assurance that TAG will obtain equivalent revenue from its other customers in the future. If TAG is unable to renew its agreements with Petrobras or to obtain new contracts or if new contracts are concluded for amounts substantially lower than those in place or on less favorable terms than those of existing agreements, TAG's results of operations and financial results may sustain a material adverse effect, and, consequently, so may those of the Company.

TAG may also be materially adversely affected if a deterioration in Petrobras' business or financial condition, including as a result of operational or financial problems in the exploitation and production of its reserves, does not allow it to fulfill its obligations under its agreements with TAG. If Petrobras fails to comply with the terms of such agreements, TAG may have its cash flow and operations compromised and sustain a material negative impact on its financial conditions and results, consequently affecting the Company.

In addition, Petrobras is currently controlled by the Federal Government of Brazil and may be influenced by political factors when meeting its obligations under its agreements, which may materially adversely affect TAG.

d. Risks related to its management

Members of the Company's management may become defendants in lawsuits, which could affect the Company's reputation and business.

The Company's management can potentially have legal or administrative proceedings filed against them, either related or unrelated to the Company's activities, which may negatively affect the Company's reputation, the negotiation of future agreements and partnerships with new customers or existing partners who may no longer want to be associated with the Company or even result in financial losses in any cases where civil liability insurance is not sufficient to cover all costs and damages resulting from such proceedings.

e. Risks related to the Company's suppliers

The Company may be held liable for environmental, tax, labor and social security obligations of suppliers or service providers.

According to the laws of Brazil, if suppliers or third-party service providers fail to comply with their obligations under the applicable tax, labor, environmental and social security laws, the Company may be held jointly and severally or contingently liable for such noncompliance, resulting in fines, obligations to redress damages and other penalties that can materially adversely affect the Company. The Company can also be held liable for bodily injury or death of third-party employees inside its facilities, which could adversely affect its reputation and business.

Civil liability for environmental damages is strict and joint in nature. In this scenario, all of those having contributed to the occurrence of environmental damages can be held liable for redressing them, regardless of the existence of willful misconduct and/or negligence. Therefore, civil liability can apply to all parties involved in the activity having caused environmental damages, so that the party having more financial resources can be required to redress them and is reserved the right of recourse against the others involved.

Therefore, any environmental damages and/or damages to third parties caused by any service providers performing activities contracted by the Company and/or its subsidiaries, especially inside their facilities, will expose the Company to joint and several liability for redress and/or compensation for the damages caused, including the possibility of the Company being joined as a defendant in legal proceedings seeking redress or compensation for damages caused to the environment and/or third parties. Depending on its involvement in the offense, the Company will also be exposed liability at the administrative and criminal levels. If the Company is held jointly and severally liable for any environmental damages caused by its suppliers or third-party contractors, then its financial results, results of operations and image can be adversely affected.

Furthermore, the Company may be questioned in court or by administrative agencies about the recognition of employment relationships with employees of third-party service providers hired by the Company or be held contingently liable for any labor and social security obligations not duly paid by its third-party service providers, which could result in a substantial increase in the Company's liabilities and consequently have a material adverse effect on its economic capacity and financial results.

Any delays or failures to provide services by any construction companies hired by the Company or to supply any machinery and equipment can have an adverse effect on its image and business.

The Company outsources the construction services it needs to develop its projects and purchases the necessary machinery and equipment from third parties. Accordingly, the timeframe and quality of the projects in which the Company participates depend on third parties. Construction outsourcing can influence the identification of delays and failures and consequently influence their correction. Any failures, delays or defects in the services provided by such construction companies hired by the Company, as well as in the supply of any purchased

machinery or equipment, can have a negative effect on its image and negatively impact the Company's business and operations.

Additionally, the Company might depend on certain equipment suppliers and service providers due to supply limitations, especially as a result of the operational characteristics of the Brazilian electricity sector, and the technical specifications of the equipment used in its facilities, which causes the Company to have only a few suppliers available, and even only one supplier for types of equipment. Any problems with those suppliers in the medium and long terms can negatively impact the Company's business and operations.

Hiring costs may vary according to market demand due to a limited number of suppliers.

The Company's maintenance requirements and demands for construction of new wind/photovoltaic plants or transmission lines are met by a limited number of suppliers. Accordingly, the Company is vulnerable to market supply and demand, especially in times when there are large investments in the energy sector, which can cause the Company to pay high prices for the services and materials used in such construction. The inability or unwillingness of these third parties to provide the services contracted by the Company with the quality stipulated in their agreements or to supply the materials necessary for performing their services can: (i) cause a default of the Company's regulatory obligations; (ii) put at risk the preservation of its generating plants and electricity transmission systems; and/or (iii) temporarily reduce the availability/electricity generation capacity of its plants and electricity transmission systems. Consequently, the Company may obtain lower sales revenues and have possible exposure to the short-term market, which can have an adverse effect on the Company's results and image. Furthermore, the termination of such agreements for the supply of materials and for construction or operation and maintenance services or any inability to renew them or negotiate new agreements with other equally qualified service providers, in a timely manner and at similar prices, can have an adverse impact on the Company's results.

Additionally, supply chain risks, including strikes or work stoppages, loss of or damages to equipment or its components while in transit or storage, natural disasters or the outbreak of any contagious illness or disease, such as COVID-19, could limit the implementation of the Company's projects.

f. Risks related to the Company's customers

Any deterioration of economic circumstances may have a negative impact on the consumer market, affecting the Company's business.

The Company's business can be compromised by changes in the domestic or global economic circumstances, including inflation, interest rates, credit availability, consumer trends, and the costs and effects of governmental initiatives to manage the economic situation. Any such changes could hamper the direct use of electricity by consumers, as well as the demand for products in the domestic and foreign markets, affecting the economic activity of the Company's free market customers and consequently reducing the need for electricity, thereby adversely affecting the Company's financial results.

Any noncompliance, by the relevant counterparties, with any provisions of their sale and purchase agreements signed with the Company and transactions in the CCEE can have an adverse effect on the Company's business and results.

In the ordinary course of its business, Company enters into electricity purchase and sale agreements with its customers. The Company cannot ensure that its customers will honor their payment commitments under such agreements. In the event of noncompliance with the terms of such an agreement by any customer, especially major ones, the Company may have its cash flow and operations compromised and, consequently, sustain a material negative impact on its financial condition and results. In addition, any default by the Company's customers may result in contingencies and possible losses arising primarily from the difference between the

prices agreed upon by the Company and the prices charged in the short-term market when the agreement is breached in order to meet obligations to deliver electricity to its customers.

Additionally, when it comes to transactions in the CCEE, any lack of registration of electricity purchase agreements with such Chamber due to absence of financial guarantees provided by suppliers will lead to a debt position in the CCEE (energy balance) at a price different from that agreed upon. If the agreement price is lower than the difference settlement price (PLD), there can be a significant financial impact. Furthermore, there may be a penalty for insufficient backing and degradation of the TUSD/TUST discount (for incentivized energy agreements), resulting in a financial impact on the Company.

Furthermore, (i) the downward pressure on costs by customers concerning the collaterals posted in electricity sale agreements, (ii) any conflicting interpretations of agreements or related regulations, and (iii) any difference between prices under bilateral agreements and spot prices, or the prices of local distributors, are events that can negatively affect business in the electricity sector and have an adverse effect on the Company's business and results.

g. Risks related to the sectors of the economy in which the Company operates

The electrical sector is vulnerable to natural factors, such as floods and rain shortages, that affect electricity generation capacity and to the restrictions of Brazil's interconnected electricity transmission system, which prevent a greater harnessing of the Brazilian electricity generation potential.

The low average rainfall in the years immediately prior to 2001, combined with the lack of expansion of installed capacity of the National Interconnected System (SIN) due to legal and regulatory obstacles found in the thermoelectric capacity expansion program, which is not consistent with the increases in demand that have taken place, resulted in a sharp fall in reservoir levels in the Southeast, Midwest and Northeast regions of the country and, consequently, in a nationwide electricity rationing.

Faced with that adverse condition, on May 15, 2001, the Federal Government implemented an electricity use cut-back program that became known as the Rationing Program. The Rationing Program imposed electricity use reduction rates on industrial, commercial and residential consumers that ranged from 15% to 25%, and lasted from June 2001 to February 2002.

In the hydrological year of 2021, Brazil set the worst record in all the measurement history, since 1931: average Affluent Natural Energy (ENA) of 51.6 GWm—on average, 1.6 GWm below the ENA for 1971, the worst year on the record until then. Water scarcity was particularly concentrated in the first nine months of the year.

Anticipating that risk, in October 2020 the Brazilian Electric System Operator (ONS) began a series of negotiations with the agencies involved, requesting additional thermal power output, over and above that requested by order of merit, as well as flexibility on the minimum inflow rates of various SIN hydroelectric plants, on behalf of the preservation of reservoirs.

Therefore, electricity rationing and shortage scenarios began to be considered at the beginning of the second half of 2021, following the media repercussion of warnings regarding the lowest historical levels recorded for the reservoirs, particularly in the months of August and September. The situation reversed in the last quarter of the year, which saw the fourth best hydrology of the last decade due to the advance in time of the wet period.

If Brazil goes through more periods of electricity shortages, the Federal Government may implement policies and measures that could have a material adverse effect on the conduct of business, results of operations and financial condition of the Company, as well as on the market value of securities issued thereby.

The Company may not be successful in its efforts to obtain future contracts through public biddings.

A relevant part of the contracts signed by the Company are with the Government, involving a strict public bidding process or call for bidders. Competing for those contracts often involves long and complex selection and bidding procedures, which are affected by numerous factors, such as market conditions, government approvals and environmental issues. The Company cannot predict or control the timing or occurrence of new bidding opportunities or call for bidders. Delays or cancellations of these processes due to economic conditions, prices and availability of materials and equipment, exploratory campaigns with results weaker than expected or other factors can adversely affect the Company's growth.

Furthermore, the Company cannot guarantee that public bidding processes or calls for bidders will not be affected by investigations. Investigations during a bidding process or call for bidders may cause delays and impact principals' investment plans.

If the principals do not hold any new bidding processes or calls for bidders or if such processes are delayed, including due to investigations, or if they do occur, but the Company does not qualify to participate or to obtain new concessions, the growth of the Company's business may be adversely affected.

The Company and its subsidiaries may not be able to generate all the energy to which they contractually agreed, which may have a material adverse effect on the Company.

In the electricity purchase and sale agreements signed by the Company and its subsidiaries, the latter agreed to generate and deliver specified amounts of electricity. Any difference between the energy generated and the energy delivered can be related to: (i) an incidence of resources at an intensity different from that considered in studies conducted when the energy is sold; and (ii) unavailability of equipment at a level higher than the agreed performance rates. If these situations occur, the Company and its subsidiaries may experience a decrease in their respective estimated revenues, which may adversely affect cash flows and results of operations. Additionally, the Company and its subsidiaries may be required to purchase energy by signing short-term electricity purchase agreements, which are possibly more costly, or on the spot market to meet its obligations, which may compromise its financial profitability and the quality of its services to consumers.

Specifically with regard to hydroelectric generation assets, in the event of unfavorable hydrological conditions, when the total energy generated in the Energy Reallocation Mechanism (MRE) is lower than the sum of the physical guarantees of all plants participating in the mechanism, the Company and its subsidiaries may be required to purchase energy in the spot market in sufficient quantity to meet the unmet demand, particularly if such volume is greater than the hedge amount used by the Company. Prices on the spot market may be more expensive than the prices charged under the electricity sale agreements signed by the Company's subsidiaries with their customers, given the natural volatility of the spot market. In that case, the financial results and business of the Company and its subsidiaries can be materially adversely affected.

Finally, there can be no assurance that, in the event of default in the spot market (or if the CCEE qualifies certain situations, such as legal disputes, as default by its agents), the Company and its subsidiaries will receive the payments due as a result of electricity sale transactions carried out on said market, which could materially adversely affect the Company's financial results and business.

Any unavailability of the transmission system and/or disturbances in the quality of services can adversely affect the Company and its subsidiaries operating in the transmission sector.

The operation of electricity transmission grids and systems involves several risks, such as operational difficulties and unforeseen interruptions. These events include accidents, breakdown or failure of equipment or processes, performance below expected levels of availability and efficiency of transmission assets, and catastrophes, such as explosions, fires, natural phenomena, landslides, sabotage or other similar events. In addition, actions by governmental authorities responsible for the electric power grid, the environment, operations and other affairs can also affect transmission lines.

The net operating revenues that the Company's subsidiaries earn as a result of the implementation, operation and maintenance of their electricity transmission facilities are related to the availability and continuity of services. According to their respective concession agreements and the applicable regulations, the Company's subsidiaries are subject to a reduction of their respective Permitted Annual Revenues (RAPs) due to the application of Variable Payments by the ONS and the Aneel's imposition of any penalties, depending on the level and duration of any such service unavailability. Therefore, interruptions in its lines and substations may have a material adverse effect on the business, financial condition and results of operations of the Company and its subsidiaries.

h. Risks related to the regulation of the sectors in which the Company operates

The Company is subject to comprehensive legislation and regulations imposed by the federal government, the Aneel and the MME, and it cannot predict the effect of any changes to the laws or regulations currently in force on its business and results of operations.

The Company's main activities are regulated and supervised by the Federal Government, through the MME, the Aneel, and non-profit civil associations, such as the CCEE and the ONS, while being subject to legislative changes introduced by the National Congress. The MME and the Aneel have discretionary powers to implement and change policies, interpretations and statutes applicable to various aspects of the Company's activities, particularly operational, maintenance and safety aspects, as well as aspects related to the compensation for and supervision of those activities, and any such change may impact the Company's results. Accordingly, such main activities of the Company, including, but not limited, trading activities, the implementation of its growth strategy and the end result of its concessions, can be adversely affected by government actions, among them we name the following: (i) change to laws applicable to the Company's business; (ii) discontinuance and/or changes in the criteria for granting authorizations to exploit potential wind and solar farms; (iii) discontinuance of and/or changes in the criteria for granting authorizations to trade electricity and keep such authorizations valid; (iv) discontinuance of and/or changes in the criteria for granting authorizations and keeping environmental licenses valid by the federal, state or municipal governments, as applicable; (v) discontinuance of and/or changes in the criteria for land regularization and for granting permits, licenses, registrations and real estate authorizations by the federal, state or municipal governments and their agencies, as applicable; (vi) discontinuance of and/or change in benefits for the exploitation of renewable energy parks; (viii) changes in the types and the terms and conditions of electricity sale agreements that the Company is authorized to enter into; and (ix) changes in the electricity production levels of the Company's plants.

The Federal Government has implemented significant changes in legislation applicable to the Brazilian electricity sector during recent years, particularly through the Concessions Law, Law No. 9,648 of May 27, 1998 (or the Electric Sector Law), Law No. 10,848 of March 16, 2004 (or the Electric Sector Restructuring Law), and Law No. 12,783 of January 11, 2013, in as well as administrative regulations. These measures aimed to detach regulatory authority from the Federal Government, increase private investment in electricity generation, transmission and distribution in Brazil, encourage competition in the sector and contribute to affordable rates. As part of this restructuring process, the regulatory power was assigned to the Aneel.

There is no way to predict future reforms and changes to regulations in the electricity sector and their effects on the Company and its subsidiaries, which may not be able to pass on to customers the possible costs of laws and regulations that may be enacted, so their results of operations may be adversely affected. The Company is also subject to a review of the physical guarantee of its assets and delays in the implementation of annual price adjustments to its electricity agreements, which can negatively affect its results.

The concession contracts of the Company and its subsidiaries, which authorize it to generate electrical energy from the hydroelectric plants of its hydroelectric plants or to transport electrical energy from transmission lines, and the authorizations are subject to termination in some cases.

Under the Concession Agreements signed by the Company and its subsidiaries and with the Granting Authority, through the Aneel, several concessions were granted to the Company and its subsidiaries for hydroelectric plants from which the Company produces most of the electricity traded thereby. The current concessions held by the Company and its subsidiaries will expire between 2030 and 2048, as set out in section 1.6 of this Reference Form.

There is no assurance that the concessions currently granted to the Company and its subsidiaries will be extended by the Granting Authority beyond the expiration dates already approved. Furthermore, the extension of a concession will probably be granted for payment, by the Company and its subsidiaries, of a fee known as a Grant Bonus (BO).

Additionally, such Concession Agreements provide that each concession may be terminated before its expiration (i) in the event of expropriation by the Granting Authority for reasons of public interest, (ii) in the case of expiration of the concession (under the Concession Agreements) or (iii) in the event of noncompliance by the Company and its subsidiaries with their obligations set out in the Concession Agreements and the applicable laws and regulations, in which case the concession will be declared terminated. The Company and its subsidiaries may also request the termination of concessions in the event of noncompliance the obligations of the Granting Authority, but that requires specific legal action.

The indemnity to which the Company and its subsidiaries are entitled in the event of termination of the concession may not be sufficient to recover the full value of certain assets. In addition, if any of the Concession Agreements is terminated due to noncompliance with the Company's obligations, then the effective amount of indemnity payable by the Granting Authority may be significantly reduced by the imposition of fines or other penalties.

Accordingly, any early termination of any Concession Agreements, either jointly or individually, for any reason, would have a material adverse effect on the conduct of business, results of operations and financial condition of the Company, as well as on the market price of securities issued by the Company.

The Aneel may impose penalties on the Company for noncompliance with any provision of the Generation and Transmission Concession Agreements and authorizations of the Company and its subsidiaries.

The Aneel may impose penalties on the Company and its subsidiaries if they fail to comply with any provision of their generation and transmission concession agreements or authorizations. Such penalties may include:

- warnings;
- fine for noncompliance, limited to a maximum of 2% of the annual revenue from the concession or authorization or, if the concession or authorization in question is not operational, to a maximum of 2% of the estimated value of the electricity that would be generated in the twelve-month period preceding the occurrence of such default;
- stop work orders on the construction of new facilities or equipment;

- restrictions on the operation of existing facilities and equipment;
- affirmative obligations;
- negative obligations;
- temporary suspension of participation in bidding processes for new concessions;
- revocation of authorization;
- the Aneel's intervention in the management of the offending concessionaire; and
- forfeiture of the concession or permission.

The Aneel also may, without prejudice to the aforementioned penalties, temporarily intervene in the concessions granted to the Company and its subsidiaries to ensure the appropriate exploitation of the generation park and transmission assets and compliance with the applicable laws and regulations.

Furthermore, under Technical Note No. 53/2022-SFE/Aneel, the penalties applicable to unjustified delays to start the commercial operation of transmission concessions must be contractual and public notice fines—the fine under the aforementioned Aneel Normative Resolution No. 846/2019 are not applicable, and it will be used from the start of commercial operation or only on a supplemental basis during the implementation period. In this regard, the penalty due may be a fine of up to 10% of the investment in the project (corresponding to the budget of the concession agreement, as updated by the annual adjustment index set forth in the agreements), to be calculated based on the development of the project and length of delay.

In addition, any delays to implement and start the operation of transmission grids may result in the application of the Variable Payment for Delay in the Commercial Start-up ("PVA") in the RAP, which corresponds to the deduction of a portion of the base payment for a facility due to the delay in its commercial start-up.

Any of the foregoing penalties, as well as Aneel's intervention in generation and transmission concessions or authorizations granted to the Company, could have a material adverse effect on the conduct of business, results of operations and financial condition of the Company, as well as on the market value of securities issued by the Company. New rules for electricity sales and market conditions may affect, in the future, the selling prices charged by the Company for electricity.

Any uncontracted electricity may be allocated to the ACL or the ACR.

The applicable laws allow distributors that contract with the Company and its subsidiaries in the existing ACR electricity auctions to reduce their contracted quantities, up to a limit of 4%, at no cost, exposing the Company and its subsidiaries to the risk of not contract the respective reduced volume on the same terms with another customer or at appropriate prices.

Furthermore, there can be a decrease in the electricity contracted with the Company and its subsidiaries due to the departure of potential free market consumers from the distributors. If the Company is unable to contract excess capacity at adequate prices, that can have an adverse effect on the conduct of its business, and its revenues and results of operations can be negatively affected in the future, and so can the market value of securities issued by the Company.

Any increase in the rate paid by renewable energy consumers may impact energy prices.

The Industry Charges for Use of the Transmission System ("TUST") and Use of the Distribution System ("TUSD") are payable by electricity generation companies to transmission and distribution companies, respectively, according to the use of transmission and distribution systems needed for the electricity output to meet demand. Under Law 9,427/1996, regulated by Aneel Normative Resolution no. 1,031/2022, incentivized energy generation projects will be entitled to TUSD or TUST charge reduction rates of 50%, 80% or 100%, applicable to both the production and use of electricity sold, as applicable, for the projects that meet the requirements set forth in said Resolution for each charge reduction rate. In this context, for the conduct of business in some of the Company's operating segments, there is an obligation to enter into Transmission System Use Agreements ("CUST") and Distribution System Use Agreements ("CUSD") and to pay the TUSD and TUST charge.

However, it is worth pointing out Law 14,120/2021, which stipulated the expiration date of the wire discount for centralized renewable energy plants, which had until March 2022 to request their concessions in order to be still entitled to the benefit. The Company's wind, solar and biomass plants in operation or in the implementation stage still enjoy the benefit for the entire period of their concessions.

Any change in regulations that benefits renewable energy consumers may impact prices for energy from renewable sources and, consequently, the Company's results and cash generation.

i. Risks related to foreign countries where the Company operates

The Company operates exclusively in the Brazilian market.

j. Risks related to social issues

The Company and/or its subsidiaries may be affected by new demarcations of indigenous lands by Brazilian authorities, by settlements, by occupations by social movements and traditional communities, as well as by complaints from communities neighboring its projects/enterprises.

Traditional communities (indigenous peoples and remnants of runaway African slave communities, the latter being known as "quilombos," and its members as "Quilombolas") and/or social movements, such as the Landless Rural Workers Movement, are stakeholders in several projects in Brazil and usually request federal and state governments to carry out land demarcation procedures, land tax collection and land designation, agrarian reform and the compulsory redistribution of land, which may cover areas currently occupied by the Company and its subsidiaries, forcing them to cease operating in said areas or renegotiate existing land occupation agreements, which may adversely impact the Company's results of operations and financial results and negatively affect its image and reputation.

In addition, organized social movements opposed to the expansion of the Brazilian generation park through large hydroelectric projects may interrupt or cause significant delays in the course of implementation and/or operation of hydroelectric projects, through demands for collective and/or individual resettlements, benefits, compensations or indemnities, among other things, not to mention those planned and expected by companies in the electricity sector, including the Company. Any action to that effect by such social movements could negatively affect business in the electricity sector and have an adverse effect on the Company's business and results.

Furthermore, the communities neighboring Company's projects or enterprises (among others, indigenous peoples and traditional communities, such as riverside communities and Quilombolas) may be affected by their activities, which will sometimes require prior, free and informed consent procedures, as well as interaction with control agencies, such as the National Foundation of Indigenous Peoples, and the National Institute for Settlement and Agrarian Reform, among others. In this regard, the Company and/or its subsidiaries may be subject to legal or administrative proceedings due to failure to comply with any laws and/or regulations applicable to those communities, which may generate criminal and administrative sanctions (including fines and partial or total suspension of activities), without prejudice to the obligation to redress any damages caused at the civil level, so the Company's financial results, results of operations and the Company's image may be adversely affected.

The Company is subject to obligations concerning the respect for the human rights of all stakeholders, as applicable, which may cause the Company to incur additional costs, as well as significant contingencies related to social issues.

Exposure to social risks varies according to the specific characteristics of each company, its industry and its geographic location, so each company must consider such particular details to determine the social risks that are deemed material, according to its strategy and business model. In general, social risks arise from the potential and actual adverse impacts of its business activities on the human rights of all stakeholders, as applicable, including its own employees, suppliers and the local community where the Company operates.

The respect for traditional communities—indigenous peoples, riverside and Quilombola communities, among others—that inhabit any regions close to its assets in operation and/or under implementation must follow the guidelines of Convention 169 of the International Labor Organization (ILO).

The Company must also ensure decent working conditions for its employees, caring for their health, safety and well-being and respecting their right of association and participation in trade unions, in accordance with the local laws and regulations and respecting human rights. A workplace identified as dangerous, hostile or discriminatory may result in legal contingencies and inhibit the Company's ability to attract and retain talent, negotiate with associations and unions, prevent occupational health and safety incidents, and drive innovation.

By the same token, if the Company fails take well-structured initiatives integrated into long-term planning to promote diversity, equity and inclusion, both in its staff and in the composition of its governance bodies and leadership team, it may be questioned about the absence clear goals and effective actions in that area.

If the Company is unable to ensure compliance with obligations concerning the respect for the human rights of its stakeholders, as applicable, it may incur additional costs, as well as significant contingencies related to social issues and reputational damages.

Any failure to meet the expectations of the Company's primary stakeholders concerning environmental, social and corporate governance matters may damage the Company's reputation, increase its costs, reduce its revenues or expose the Company to additional risks.

There is an increasing focus on ESG issues among customers, investors and other stakeholders, as public interest and legislative pressure regarding the ESG practices of businesses continue to grow. Increasing investor focus and activism related to ESG issues and similar matters may hinder access to capital, as investors may decide to reallocate capital or stop investing as a result of their assessment of a particular company's ESG practices. Furthermore, the Company has set targets focused on ESG issues, through its ESG 2030 Agenda, which, if not achieved, could adversely impact its reputation and, consequently, its results of operations.

Certain institutional investors use consultancy services that provide recommendations on votes at meetings and guidelines on proxy voting and analyzes of ESG attributes. If the Company does not align the proposals of its

Annual General Meeting with such recommendations or guidelines, some shareholders may vote against these proposals, which may negatively affect it. Companies that do not adapt or meet the ever-changing expectations or standards of investors, consumers or other stakeholders or are not responding adequately to the growing concern about ESG issues, regardless of whether there is a legal requirement to do so, can have their reputation damaged, and their business, financial condition and/or share prices could be significantly harmed.

If the Company's ESG practices and policies do not meet constantly evolving expectations, standards and frameworks, its reputation, financial condition and employee retention could be damaged.

k. Risks related to environmental issues

The occurrence of environmental damages involving the Company's activities may subject it to the payment of environmental recovery costs and indemnities.

Activities in the energy and gas sector can cause negative impacts and damages to the environment.

For example, hydroelectric plants have the potential to harm native fish, just as wind farms and transmission lines have the potential to harm birds. Furthermore, companies in the electricity sector, particularly those engaged in generation and transmission, are subject to strict environmental legislation at the federal, state and municipal levels regarding, among other matters, specially protected areas (permanent preservation areas and conservation units), archaeological heritage areas, caves, etc. Impacts on the fauna and protected spaces are usually contemplated in environmental licensing processes, but adverse situations may occur that cause unforeseen damages.

Soil and/or water contamination also carries environmental liability, as there is no statute of limitations on the obligation to repair environmental damages, meaning that liability for environmental damages does not end after a specified period or by succession. Contaminated areas are those that contain quantities or concentrations of any substances or waste in conditions that cause or may cause damage to human health, the environment or other assets to be protected.

Federal legislation imposes on those who cause environmental degradation the duty to repair or redress any damages caused to the environment and third parties, regardless of the existence of negligence. Federal legislation also provides for the piercing of the corporate veil of polluting companies, as well as the personal liability of their management, to enable the redress for damages caused to the quality of the environment.

Accordingly, the shareholders and management of a polluting company can be forced to pay the costs of environmental repairs. The payment of substantial environmental recovery costs and environmental indemnities may force the Company to delay or redirect investments in other areas, which would have an adverse effect on its business and the market value of securities issued thereby, as well as its image. Furthermore, the Company may suffer criminal and administrative sanctions (including fines and partial or total suspension of activities), so the Company's financial results and results of operations may be adversely affected.

Changes to environmental laws and regulations can adversely affect the business of companies in the electricity sector, including the Company.

Companies in the electricity sector, particularly those engaged in generation, are subject to strict environmental legislation at the federal, state and municipal levels regarding, among other issues, atmospheric emissions and interventions in specially protected areas. Such companies are required to have licenses and authorizations from government agencies to conduct their business. Furthermore, their activities are considered to have a significant environmental impact, which generates the obligation to pay environmental compensation under Federal Law No. 9,985/2000. In the event of breach of or noncompliance with such laws, regulations, licenses and authorizations, companies may suffer administrative sanctions, such as fines, closures, cancellation of licenses and revocation of authorizations, or be subject to criminal sanctions (including their management).

The Public Prosecutor's Office may commence a civil investigation and/or immediately file a civil class action seeking redress for any damages to the environment and third parties. Government agencies or other authorities may also issue new, more stringent rules or seek more restrictive interpretations of existing laws and regulations, which may require companies in the electricity sector, including the Company, to spend additional resources on environmental compliance, including obtaining environmental licenses for facilities and equipment that did not previously require such licenses.

Government agencies or other authorities may also significantly delay the issuance of licenses and authorizations necessary for the conduct of the business of companies in the electricity sector, including the Company, causing delays in project implementation schedules and consequently having adverse effects on the Company's business and results.

You should also consider the possible creation and implementation of new regulations or government policies that aim to mitigate climate change, which discussions occur at the global and national levels and may affect the Company.

The Company and its subsidiaries may fail to meet the conditions set out in the environmental licenses of their projects, may not be able to meet any new conditions or may not be able to secure or correct the licensing of any projects that may be acquired.

Under the applicable regulations, the activities carried out by the Company and its subsidiaries require environmental licensing granted by the relevant. Such licensing is usually subject to conditions that may involve limitations on implementation or operation.

The Company and its subsidiaries may fail to meet any of the aforementioned conditions, in which case it will be subject to environmental repairs, fines, criminal liability or even the revocation and/or suspension of their respective licenses, which may impact the regular conduct of their business, including the risk of total shutdown, consequently having a material adverse effect on the Company's results.

The Company and its subsidiaries may also be subject to changes in the conditions of their licenses when renewing them, and meeting such conditions may require investments or even downtimes that would no longer be technically viable, which could have a material adverse effect on the Company's results.

Additionally, the Company and its subsidiaries may not be able to secure or correct the environmental licensing of any projects that they may acquire and/or are under development, thereby being subject to fines or even the revocation and/or suspension of these respective licenses, which can make a material adverse impact on the results and operations of the Company and its subsidiaries, while causing a delay in the operation of the aforementioned projects under development or implementation.

I. Climate-related risks, including physical and transition risks

Climate change poses a significant risk to the Company's activities, in terms of both physical and transition risks.

Physical risks include the extreme climate-related events listed above, such as droughts, floods and storms, which can affect the electricity generation and transmission and gas transportation infrastructure, causing significant disruptions or damages. Additionally, the Company's generation assets depend on hydrological, solar and wind sources, which are natural resources and depend on weather events, which can either increase or decrease the availability of these resources and consequently the amount of electricity generated from those assets.

Transition risks include the possibility of changes in government regulations, changes in consumer preferences for renewable energy sources, and fluctuations in energy commodity prices. For example, in Brazil, discussions are advancing on the bill designed to regulate the Brazilian Emissions Trading System (SBCE) (Bill No. 182/2024),

which could usher into various industries new obligations and rules, including the energy sector. The materialization of transition risks can negatively impact the Company's results.

As a consequence of global warming, more accidents and natural disasters have been happening, such as storms, cyclones, hurricanes, floods, droughts, etc. Therefore, the Company has been considering and assessing, among other risks, such factors as floods, heat waves, water stress and extreme windstorms. These events can cause damages to generation resources and sources, as well as the physical structures of assets in the Brazilian electricity sector, with possible consequences to the environment and communities.

The potential value of the financial impact can range from R\$236 thousand (SHP) to R\$2.4 billion (large hydroelectric plant), including costs related to advisory services, specialized technical service and facilities maintenance. The calculation was done in 2023, involving scenarios for ENGIE Brasil Energia's 13 hydroelectric plants, with damages to third parties not involved in the valuation.

Furthermore, the Company has committed to climate target and, if it does not achieve the targets set for any reason, then it can sustain reputational damage, as well as possible questions from interested parties.

m. Risks related to other issues not included in the previous sections

The Company's results of operations can be impacted by any changes to the Brazilian tax laws or any unfavorable results of tax contingencies and/or any suspension or cancellation of tax benefits or otherwise by any need for provisioning contingencies not materialized due to unfavorable judgments by the Higher Courts.

The Brazilian tax legislation regularly undergoes changes introduced by the various relevant agencies, and those can include the creation of new taxes, changes in tax rates and adjustments to taxes bases, which, at times, may or may not be temporary and/or related to specific government purposes. In addition, changes in the interpretation of existing statutes applied by Brazilian courts are frequent. Some of these changes can result in an increase in the Company's tax burden, adversely affecting its profitability and product prices.

In addition to the inherent risk of changes to existing legislation, different bills are currently making their way through the National Congress that seek to regulate consumer tax reforms (various purchase and sale transactions), one having been approved by Amendment No. 132 to the Federal Constitution on December 21, 2023. This reform contemplates the termination of four taxes: PIS, COFINS, ICMS (state), and ISS (municipal). These taxes will be replaced by three new taxes: the Tax on Goods and Services (IBS), under the purview of state and municipal governments, the Contribution on Goods and Services (CBS), under the purview of the federal government, and the Selective Tax (IS) (which does not apply to transactions involving electricity), also under federal jurisdiction. Note that, at the current stage, the aforementioned bills can still be noticeably changed, so there is no way to accurately measure the impacts on the Company. Some of these measures could increase the Company's total tax liabilities, which, in turn, could adversely affect its results.

International events and developments, such as wars and conflicts, can adversely affect the global economy, supply chains and capital markets.

The Company's business and the securities market are influenced, in different ways, by political, economic and market developments in other countries, so any events and developments that may generate or contribute to political and economic instability in financial and securities markets, including wars and international conflicts, can have a material adverse impact on the global economy, adversely affecting the capital market and the Brazilian economy, with fluctuations in exchange and inflation rates, impact on the supply of credit, and investor perception and interest in the Brazilian securities market and the Company itself. The materialization of those effects can, therefore, adversely affect the Company, the conduct of its business and its ability to fund its operations.

The Federal Government has exerted and continues exerting significant influence on the Brazilian economy. That influence, as well as the economic circumstances and Brazilian politics, can have a material adverse effect on the Company's activities and results of operations, as well as the price of the Company's shares.

The Brazilian economy has been characterized by frequent and eventually drastic interventions by the Brazilian government and by unstable economic cycles, which may continue to happen in the future. Changes to laws and regulations made in recent years, serving political, social, and economic interests, have often involved, among other measures, increases or decreases in interest rates, changes in fiscal and tax policies, wage and price controls, exchange rate controls, frozen bank accounts, currency devaluation, capital controls and import restrictions. The Company does not control and cannot predict the measures or policies that the governments of the countries where it operates may adopt in the future.

The Company's business, financial performance and results of operations can be adversely affected by changes in policies and regulations either involving or affecting certain factors, such as: (i) inflation; (ii) exchange rate fluctuations; (iii) exchange and interest rate control policies; (iv) interest rate fluctuations; (v) availability of liquidity in the domestic capital, credit and financial markets; (vi) strikes by employees of port, customs and tax authorities; (vii) changes in transportation market regulations; (viii) import and export controls; (ix) price increases for oil and other inputs; (x) price instability; (xi) labor and social security regulations; (xii) water and energy scarcity and rationing; (xiii) fiscal and/or health policies; and (xiv) any other economic, political, diplomatic and social events in or affecting Brazil.

Uncertainty about the implementation of changes by the Federal Government to any policies or statutes that may affect those and other factors in the future can contribute to economic uncertainty in Brazil, which may hamper operational activities and results, and could even adversely affect the trading price of the Company's shares.

Any actions by the Federal Government concerning any policies or regulations that may involve the macroeconomic factors listed above can adversely affect business and the analysis of sensitivity to interest rate hikes. Furthermore, changes in share prices of publicly-held companies, credit shortage, spending cuts, a slowdown in the global economy, exchange rate instability, interest rate hikes in Brazil or abroad and inflationary pressure can adversely affect, directly or indirectly, the Brazilian economy and capital market, which could reduce global liquidity and investor interest in the Brazilian capital market, negatively affecting the price of shares issued by the Company and thus having negative consequences to its business, financial condition and results of operations. We cannot to predict the impact that such political events and macroeconomic developments, either global or in Brazil, could have on the Company's business.

Changes in interest rates can increase the Company's debt costs and consequently have an adverse effect on its results of operations.

The Central Bank of Brazil sets the key interest rate for the Brazilian banking system based on several factors, including economic growth and inflation levels, and uses changes in such rate as an monetary policy tool. The Company is exposed to the risk associated with interest rate fluctuations, in particular the DI Rate, to which a substantial portion of the Company's debt is linked.

The Company may incur losses due to any fluctuations in interest rates that may increase its financial expenses related to its debt or obtain lower returns on its investments. A substantial portion of the Company's debt is linked to floating interest rates (DI Rate, IPCA, and TJLP).

Any significant increases in consumption, inflation or other macroeconomic pressures could result in those rates being raised. For more information about the Company's exposure to the interest rate risk, see section 4.3 of this Reference Form.

Inflation and certain measures taken by the Federal Government to combat it may contribute to economic uncertainty in Brazil, adversely affecting the Company's results of operations.

Historically, Brazil has recorded high inflation rates compared to more developed economies. Inflation and certain measures taken by the Federal Government to combat it, such as raising the economy's key interest rate ("SELIC"), have had a material negative impact on the Brazilian economy, as they reduced the level of economic activity and increased the cost of funding business, while reducing long-term investments. The annual inflation rates for 2021, 2022 and 2023 were 17.79%, 5.45% and 3.18%, respectively, according to the General Market Price Index (IGP-M), and 10.06%, 5.78% and 4.62%, respectively, according to the Broad National Consumer Price Index (IPCA). The Monetary Policy Committee (Copom) frequently adjusts said interest rate in situations of economic uncertainty to achieve the targets set in the Brazilian government's economic policy. Inflation, government measures to combat it and public speculation about possible future governmental measures have had material adverse effects on the Brazilian economy and contributed to economic uncertainty in Brazil, increasing the volatility of the Brazilian capital market, which can have an adverse effect on the Company.

Any measures taken by the Brazilian government in the future, including lowering interest rates, intervening in the foreign exchange market and implementing mechanisms to adjust or determine the value of the Real, could trigger inflation, adversely affecting the overall performance of the Brazilian economy.

If Brazil should experience significant inflation in the future, there can be no prediction as to whether the Company will be able to offset the effects of inflation on its cost structure by passing on the cost increases resulting from inflation to the prices charged to its customers, which could narrow down the Company's operating margins.

Furthermore, in the event of an increase in inflation, the Brazilian government may choose to significantly raise interest rates. For additional information on the risks related to increases in interest rates, see "*Changes in interest rates may increase the Company's debt costs and, consequently, have an adverse effect on its results of operations.*"

Emerging Risks

Damages to biodiversity.

Risk related to potential damages to biodiversity resulting from land use or disruption of ecological continuity. New projects, as well as the current operation of the Company's assets, can be subject to increased costs, fines being imposed or its operating license being lost or its projects rendered either unfeasible for being in conflict with current or future regulations on biodiversity or no longer able to meet the expectations of the various stakeholders in relation to the issue.

New, disruptive technologies in the energy and gas sectors.

Risk related to the emergence of new, disruptive technologies in the energy and gas sectors, which technologies, being aligned with the energy transition to the gas sector and seeking to respond to the dependence on natural factors in the electricity sector (hydrology, prevailing winds, sunlight, etc.), are not yet fully known. The adoption of those new, disruptive technologies could lead to obsolescence of the Company's assets and result in regulatory changes in the sector, bringing about cost increases or even making the Company's operation unfeasible.

4.2 Indication of top 5 (five) risk factors

1. *The Company may not be able to obtain, maintain or renew in a timely manner the necessary licenses, registrations, enrollments and authorizations from or with government authorities and distribution concessionaires to conduct its business or otherwise face material delays to obtain/renew them.*
2. *Climate change poses a significant risk to the Company's activities in terms of both physical and transition risks.*
3. *The construction, expansion and operation of electricity generation plants and transmission lines involve significant risks that can lead to loss of revenues or increased expenses.*
4. *The Company is subject to comprehensive legislation and regulations imposed by the federal government, the Aneel and the MME, and it cannot predict the effect of any changes to the laws or regulations currently in force on its business and results of operations.*
5. *The Company depends on digital systems, and any failure of or attack on these systems can adversely affect the Company's activities.*

4.3 Description of main market risks

As of December 31, 2023, the Company was exposed to the following market risks:

- (a) Risks related to debts and concessions subject to floating interest rates and indices.
- (b) Risks related to liabilities denominated in foreign currency.
- (c) Risks related to energy prices in trading operations.

a. Risk related to debts and concessions subject to floating interest rates and indices

This risk is related to the possibility that the Company may sustain losses due to fluctuations in the interest rates and financial indices applied to its liabilities, having effects on its financial expenses. The Company and its subsidiaries are exposed to floating interest rates and indices, consisting of changes in the TJLP, DI rate, IGP-M and IPCA rates.

Regarding the floating interest rate risk, part of the contracted debt is linked to the long-term interest rate (TJLP), which tends to fluctuate keeping pace with fluctuations in interest rates and inflationary effects.

Effects of fluctuations in floating indices

The Company presents below a sensitivity analysis of financial instruments exposed to risks of fluctuations in floating indices. The Base Scenario - Probable as of December 31, 2024 was outlined using assumptions available on the market:³

Indices	Variation 12 months December 31, 2023	Probable scenario December 31, 2024	Sensitivity		
			Likely	Δ + 25% ⁽¹⁾	Management
Risk of fluctuation in interest rates and indices					
IPCA	4.6%	3.9%	-0.7 pp	1.0 pp	0.1 pp
IGP-M	-3.2%	4.0%	7.2 pp	1.0 pp	-7.3 pp

⁽¹⁾ Changes based on the probable scenario for 2024.

The probable sensitivity was calculated based on differences between the indices for the last 12 months, observed as of December 31, 2023, and those forecast in the probable scenario for the next 12 months, ending on December 31, 2024, and demonstrates the possible additional impacts on the Company's 12-month results. Changes can impact the consolidated income statement and, consequently, shareholders' equity for the next 12 months, compared to the last 12 months, if such scenarios materialize in the Company's consolidated income statement.

³Source: Focus Report from the Central Bank of Brazil.

The other sensitivities presented were determined based on (i) the 25% change under the Probable Scenario and (ii) Management's estimates of the projected scenario, which correspond to Management's assessment of a reasonably possible change in floating indices for the coming periods. The changes that could impact the consolidated income statement and consequently shareholders' equity in the next 12 months, compared to the last twelve months, if such scenarios materialize, are as follows:

(Amounts in R\$ million)	Balances as of December 31, 2023	Likely	Sensitivity Δ +25%	Management
Risk of increase (liability)				
Loans and financing				
IPCA	9,856	62	(84)	(8)
Debentures				
IPCA	6,358	43	(59)	(6)
Concessions payable (Use of Public Asset)				
IPCA	3,912	26	(27)	(4)
IGP-M	1,508	(99)	(14)	100
Risk of decrease (asset)				
Concession financial asset				
IPCA	3,333	(23)	(55)	20

Effects of interest rate fluctuations

In the event of an interest rate hike, there will be an increase in the Company's debt service costs and the financial expenses arising therefrom, which can have a negative impact on the Company's business, financial condition and results of operations.

As of December 31, 2023, the Company had 5.2% of its consolidated debt (loans, financing, Company redeemable preferred shares and debentures, current and non-current) pegged to the TJLP. The amount pegged to the CDI rate, also in consolidated debt, represented 11.7% of the debt.

The Company presents below a sensitivity analysis, as of December 31, 2023, of loans, financing, redeemable preferred shares and debentures exposed to fluctuations in interest rates, based on the following assumptions available in the market:⁴

Change indices	Change as of December 31, 2023	Probable scenario as of December 31, 2024	Sensitivity		
			Likely	Δ +25% ⁽¹⁾	Management
TJLP	6.6%	6.5%	-0.1 pp	1.6 pp	0.1 pp
CDI	11.7%	8.9%	-2.8 pp	2.2 pp	-0.2 pp

⁽¹⁾Changed based on the probable scenario for 2024.

⁴Source: Focus Report from the Central Bank of Brazil.

The sensitivity calculation was prepared using the same methodology as aforesaid. The additional impacts that would be caused to the Company's consolidated financial results, if the scenarios materialize, are the following:

(Amounts in R\$ million)	Balances as of December 31,		Sensitivity	
	2023	Likely	Δ +25%	Management
Risk of Increase (liabilities), Loans and financing				
Dollar – with swap for CDI	1,484	28	(24)	3
TJLP	1,079	0	(12)	(1)
Redeemable preferred shares				
CDI	571	13	(11)	1

b. Risk related to liabilities denominated in foreign currency

The Company and its subsidiaries have loans and financing contracted in or pegged to foreign currency. The exchange rate risk is associated with the possibility of fluctuations in exchange rates affecting the financial result and balances pegged to foreign currency.

As of December 31, 2023, the Company had 7.2% of its consolidated debt pegged to the US Dollar, which represents R\$1,484 million. All debts pegged to the US Dollar have a swap contract replacing the Dollar-pegged flows with flows subject to the CDI rate.

c. Risk related to energy prices in trading operations

In January 2018, the Company entered the trading market with the aim of earning an income from changes in electricity prices, exposing the Company to the price risk of this commodity.

Trading operations are transacted on an active market and recognized at fair value through profit or loss, based on the difference between the contracted price and the market price of outstanding contracts as of the balance sheet date.

The main risk factor impacting the pricing of trading operations is the exposure to energy market markup prices, which could have a negative impact on the Company's business, financial condition and results of operations.

The Company's mark-to-market is based primarily on the trading prices of energy product futures products on the active over-the-counter market. In the absence of representative liquidity on that market, calculation techniques are used that consider the prices set for product futures, as projected by specialized entities.

As of December 31, 2023, the total amounts of the Company's outstanding trading transactions (current and non-current) were R\$105 million (assets) and R\$87 million (liabilities), representing a net amount of R\$ 18 million.

The Company's Management uses sensitivity analyses considering percentiles of the historical changes in the price of energy for the product. Percentiles are measures that divide the sample, in ascending order of data, into 100 parts, each with an approximately equal percentage of data, considering, in this case, historical changes in the price of each energy product. Therefore, the 25th percentile (P25) and the 75th percentile (P75) determine the 25% and 75% lowest price changes observed, respectively.

The sensitivity analyses considering that methodology are presented below:

(Amounts in R\$ million)	Sensitivity		
	December 31, 2023	Scenario P25	P75 Scenario
Derivative financial instruments – trading	18	17	17

The change in the discount rate does not significantly impact the fair value determined, given the short duration of the outstanding trading portfolio, which is less than five years.

4.4 – Significant non-confidential proceedings

The Company and our subsidiaries are parties to judicial, administrative and arbitration proceedings of a tax, labor and civil nature, including proceedings with a probable, possible and remote chance of loss. Reserves are not created for significant contingent liabilities assessed as having possible and remote risk. The reserve policy adopted by our Management is supported by the judgment and experience of the Management, together with its legal advisors, considering case law, court orders in lower and appeal courts, the history of possible settlements and decisions, as well as other applicable aspects, with reserves being set up for proceedings assessed by our legal advisors as proceedings with a probable chance of loss. Risk assessments and estimated values may differ from those that may be incurred by us.

For the purposes of this item 4.4, we considered the following individually significant judicial and/or administrative proceedings: (i) proceedings with substantial individual values; and (ii) proceedings that individually may negatively impact our business, operations and/or image ("Significant Proceedings").

On the date of this Reference Form, the Company and its subsidiaries were parties to the following Significant Proceedings, segregated according to their nature:

a. Tax

Action for Annulment No. 5044443-27.2023.4.04.7200

Tax Foreclosure No. 5001627-93.2024.4.04.7200.

(a) Court	Federal Court - 4 th Tax Court of the State of Santa Catarina
(b) Instance	Trial
(c) Date of filing	December 19, 2023
(d) Parties to the case	Federal Revenue of Brazil (RFB), Florianópolis (State of Santa Catarina). ENGIE Brasil Energia S.A. ("Company" or "ENGIE").
(e) Amounts, assets or rights involved	R\$ 676 million (amount updated on December 31, 2023)
(f) Main facts	<p>On December 14, 2018, the Company, after a long inspection process, became aware of a Notice of Tax Violation (AI) related to the Social Integration Program (PIS) and Social Security Funding (COFINS) contributions, in the period from January 2014 to December 2016. The understanding of the tax authorities is that the amounts transferred by Eletrobrás for the acquisition of mineral coal and other fuels for the operation of the Jorge Lacerda Thermal Power Plant (UTE) are subsidies from the Federal Government and, therefore, should be the basis for calculating the aforementioned contributions.</p> <p>The Company defended ourselves at the administrative level represented by our legal counsel, claiming that: (i) the Company do not have legal possession of the fuels, which belong to Eletrobrás (ii) the reimbursement cannot be treated as a subsidy, since it is financed by end consumers, not by the Government; and (iii) the amount reimbursed does not increase the Company's revenue, with case by higher courts stating that only receipts that actually represent an increase in wealth are subject to collection of PIS and COFINS contributions.</p> <p>Despite the arguments brought by the Company, after a long administrative proceeding, the Notice of Tax Violation prevailed. However, in our opinion, the procedures adopted are in accordance with accounting standards and tax legislation, and, therefore, on December 19, 2023, an Action for Annulment was filed by the Company seeking to cancel the tax debt. The Federal Government filed a Challenge. In parallel, the Federal Government also filed a tax foreclosure (Tax Foreclosure No. 5001627-93.2024.4.04.7200) in relation to the debt. The Company submitted a statement for such Foreclosure informing that the tax credits that gave rise to the Tax Foreclosure are already being discussed in court and were guaranteed in advance by Guarantee Insurance in the files of Action for Annulment No. 5044443-27.2023.4.04.7200. The case will be processed in trial court.</p>
(g) Summary of decisions rendered on the merits	At the administrative level, there was a final decision on the merits unfavorable to the Company. At judicial level, the case is in the initial stage, with no decisions on the merits rendered yet.
(h) Case stage	Action for Annulment and Tax Foreclosure at trial court
(i) Chance of loss	Possible.
(j) Reason why the case is considered significant	Considering the amounts involved from the notice of tax violation, which exceed R\$ 150 million reais, as well as the possibility of the case unfolding that could be replicated in subsequent years, as well as the fact that such discussion directly impacts the operation structure of our Plant, we understand that this matter should be considered significant.
(k) Review of the impact in case of loss	In case of loss, the Company will incur expenses of R\$676 million and our assets will be reduced by the same amount upon disbursement. Additionally, in the event of any failure to resolve this dispute, the Company intend to seek reimbursement of these tax charges through the review of the Unit Variable Cost (CVU) of the plant and reimbursements through the Energy Development Account.
	Of this amount, R\$230 million refers to the principal; R\$172 to in fines and R\$274 million to interest.

Case No. 10340.720482/2023-15

(a) Court	Regional Judgment Office – DRF
(b) Instance	Trial
(c) Date of filing	June 2, 2023
(d) Parties to the case	Plaintiff: Federal Revenue of Brazil (RFB), Blumenau (Santa Catarina). Defendant: DIAMANTE GERACAO DE ENERGIA LTDA.
(e) Amounts, assets or rights involved	R\$271 million (amount updated on December 31, 2023)
(f) Main facts	<p>On June 5, 2023, the Company, after a long inspection process, became aware of a Notice of Tax Violation (AI), referring to the collection of the corporate income tax (IRPJ) and the Social Contribution on Net Income (CSLL) calculated on the presumptive profit, in the period of the quarters 2, 3 and 4 of 2018. The understanding of the tax authorities is that the amounts transferred by Eletrobrás relating to the acquisition of mineral coal and other fuels are revenue and, therefore, should be the basis for calculating the aforementioned taxes.</p> <p>The Company filed, on July 4, 2023, through its external legal counsel, an objection to the AI.</p> <p>On January 19, 2024, the Company became aware of the ruling with an unfavorable decision to the Company. In light of this Ruling, we filed a Voluntary Appeal on February 19, 2024.</p>
(g) Summary of decisions rendered on the merits	Unfavorable decision in the first administrative instance (DRJ).
(h) Case stage	Awaiting judgment on the voluntary appeal.
(i) Chance of loss	Possible.
(j) Reason why the case is considered significant	Considering the amounts involved from the tax of notice violation, which exceed R\$ 150 million reais, as well as the possibility of the case unfolding that could be replicated in subsequent years, as well as the fact that such discussion directly impacts the operation structure of the Plant, we understand that this matter should be considered significant.
(k) Review of the impact in case of loss	In case of loss, the Company will incur expenses of R\$256,569,982.47 and our assets will be reduced by the same amount upon disbursement. Additionally, in the event of any failure to resolve this dispute, the Company intend to seek reimbursement of these tax charges through the review of the Unit Variable Cost (CVU) of the plant and reimbursements through the Energy Development Account.

Case No. 10340.720480/2023-26	
(a) Court	Regional Judgment Office – DRF
(b) Instance	Trial
(c) Date of filing	June 2, 2023.
(d) Parties to the case	<p>Plaintiff: Federal Revenue of Brazil (RFB), Blumenau (Santa Catarina).</p> <p>Defendant: DIAMANTE GERACAO DE ENERGIA LTDA.</p>
(e) Amounts, assets or rights involved	R\$301 million (amount updated on December 31, 2023)
(f) Main facts	<p>On June 5, 2023, the Company, after a long inspection process, became aware of a Notice of Tax Violation (AI), referring to the collection of PIS and COFINS calculated in the period January 2019 to November 2020. The understanding of the tax authorities is that the amounts transferred by Eletrobrás relating to the acquisition of mineral coal and other fuels are revenue and, therefore, should be the basis for calculating the aforementioned taxes.</p> <p>The Company filed, on July 4, 2023, through its external legal counsel, an objection to the AI.</p> <p>On April 1, 2024, the Company were notified of an unfavorable decision, and a voluntary appeal was filed against the decision on April 29, 2024.</p> <p>A decision on the voluntary appeal is awaited.</p>
(g) Summary of decisions rendered on the merits	Unfavorable decision in the first administrative instance (DRJ)
(h) Case stage	Awaiting judgment on the voluntary appeal.
(i) Chance of loss	Possible.
(j) Reason why the case is considered significant	Considering the amounts involved from the notice of tax violation, which exceed R\$ 150 million reais, as well as the possibility of the case unfolding that could be replicated in subsequent years, as well as the fact that such discussion directly impacts the operation structure of the Plant, we understand that this matter should be considered significant.
(k) Review of the impact in case of loss	In case of loss, we will incur expenses of R\$282 million and our assets will be reduced by the same amount upon disbursement. Additionally, in the event of any failure to resolve this dispute, the Company intend to seek reimbursement of these tax charges through the review of the Unit Variable Cost (CVU) of the plant and reimbursements through the Energy Development Account.

b. Civil

The Company have several civil actions that deal with (a) contractual issues with suppliers; (b) retirement benefits; (c) tariff for using the transmission system; (d), environmental issues; and (e) other expropriation and compensation actions filed by individuals and legal entities affected by the flooded areas of the plants' reservoirs.

Case No. 0007442-81.2007.4.01.3500 - Public Civil Action	
(a) Judgment	2 nd Federal Court of Goiânia (State of Goiás) and redistributed to the Federal Court of the Judiciary Subsection of Urucuá (State of Goiás).
(b) Instance	Trial.
(c) Date of filing	July 24, 2007.
(d) Parties to the case	Plaintiff: Federal Prosecutors' Office of Goiás (State of Goiás) Defendants: ENGIE Brasil Energia S.A., National Electric Energy Agency (Aneel), Brazilian Institute for the Environment and Renewable Natural Resources (IBAMA) and Goiana Environment Agency (AGMA).
(e) Amounts, assets or rights involved	Protected areas affected by the reservoir of the Cana Brava Hydroelectric Plant, located in Goiás ("Cana Brava HPP"), especially with regard to the indigenous area. The reserved amount is R\$9.9 million (amount updated on December 31, 2023).
(f) Main facts	<p>The Federal Prosecutors' Office of Goiás (MPF-GO) filed a Public Civil Action claiming the alleged occurrence of the following problems related to the implementation and environmental licensing of the Cana Brava HPP (built in 1998 and in operation since 2002): (i) preparation of detailed studies to quantify submerged vegetation in the reservoir area of the Cana Brava HPP; (ii) removal of all biomass that, according to technical criteria, is not considered necessary to protect the fish fauna, to improve water quality and the multiple uses of the reservoir (including navigation); (iii) preparation of a detailed report on the rescue of fauna, to be submitted for analysis by Ibama; (iv) implementation of measures aimed at ensuring control of the expansion of epidemiological diseases throughout the region directly or indirectly affected by the enterprise; (v) implementation of a social and environmental mitigation and compensation program for impacts caused to the land and the Avá Canoeiro indigenous community; (vi) transfer of the environmental licensing process to Ibama; (vii) compensation for environmental damage resulting from the failure to remove vegetation; (viii) compensation for damage caused to the social and environmental heritage of the Avá-Canoeiro indigenous community; and (ix) compensation to the indigenous community for collective pain and suffering, in an amount to be arbitrated in court.</p> <p>The Company challenged the Public Civil Action, making all claims, documents and requests filed by the MPF controversial, based, in summary, on the following arguments: (i) existence of <i>lis pendens</i> and connection with Public Civil Actions No. 2004.35.00.004291-3 and No. 2006.35.00.016335-1, in the 2nd Federal Court of Goiás - it should be noted that such actions have already been terminated; (ii) defendant ENGIE's lack of standing to be sued; (iii) lack of interest in taking action related to the request to prepare a wildlife rescue report, as it has already been prepared; (iv) lack of interest in taking action in relation to the implementation of public health measures and programs, once they have been implemented; (v) lack of interest in taking action in relation to the request to adopt mitigating and compensatory measures for the indigenous community, since there is a proposal from the entrepreneur awaiting a response from the National Indian Foundation (FUNAI); (vi) legal impossibility of requesting compensation for collective moral damages; (vii) Law No. 3,824/60, which requires the suppression of existing vegetation in areas to be flooded by reservoirs, must be interpreted considering technical evolution, in the sense that what is technically recommended is suppressed in order to guarantee maintenance environmental quality; (viii) the suppression of vegetation in the area flooded by the reservoir was carried out properly, based on authorization granted by the environmental agency, which has a presumption of legality; (ix) the lack of suppression of all vegetation did not cause environmental damage - there is no navigation on the river, the hydroelectric plants emit few greenhouse gases and the quality of the water in the reservoir is good; (x) fauna rescue was adequately carried out; (xi) there was no expansion of epidemiological diseases in the region - official data demonstrate that the information in the complaint is not accurate; (xii) regarding the Avá-Canoeiro indigenous area, the entrepreneur proposed to take the necessary measures to promote fair mitigation and compensation for the affected area.</p> <p>A meeting was held with the MPF and FUNAI to discuss the necessary actions. Emergency measures were agreed and taken and it was agreed to prepare a study based on a Term of Reference prepared by FUNAI. The Study was carried out, but after its completion, FUNAI requested a new, different study. As the new study aims not only to compensate for the impacts, but to study the entire indigenous reserve, which in the Company's understanding is FUNAI's obligation and falls outside the scope of the action, the Company did not agree with its drafting.</p> <p>In 2008, acknowledging the connection formulated in our defense, the Federal Judge of the 3rd Court ordered the redistribution of the case to the 2nd Federal Court.</p> <p>In 2009, we requested the attachment of the document "Epidemiological Survey of the Morbidity and Mortality Index in the UHCB Region", showing that the reservoir did not cause an increase in any form of disease in the region.</p> <p>In an injunction, the Federal Judge of the 2nd Court ordered: the transfer of the licensing process to Ibama; that the Company submits technical studies on submerged vegetation; the implementation of an action plan to control the spread of diseases in the region; and that we submit a compensation proposal for the indigenous community and a report on the affected road network.</p>

Case No. 0007442-81.2007.4.01.3500 – Public Civil Action

The Company filed an appeal against the preliminary decision and the Federal Regional Court of the First Region (TRF1) revoked the order to suppress flooded biomass, and considered the adoption of measures to control the expansion of epidemiological diseases unnecessary. Appeals were filed against this decision; however, there were no immediate effects contrary to the TRF1 decision, which remains.

In February 2011, the case was suspended for six months upon request of the plaintiff, the Federal Prosecutors' Office.

In June 2014, the case was suspended again for sixty (60) days upon the request of the Federal Prosecutors' Office.

In October 2016, IBAMA filed a statement in favor of the Company.

The Company have been seeking negotiations with FUNAI, with the aim of reaching a settlement and putting an end to the case.

In 2023, FUNAI and the Company continued to negotiate to approve the work plan under discussion, and reached a consensus on measures to be adopted. Currently, this work plan is in progress. In parallel, the case is at trial stage, in the initial stage of the fact-finding phase.

(g) Summary of decisions rendered on the merits

Case still pending judgment at trial court.

(h) Case stage

Trial fact-finding phase.

(i) Chance of loss

Probable in relation to the mitigation and compensation program for the impacts caused to the land and the Avá-Canoeiro indigenous community due to the installation and operation of the Cana Brava HPP, as well as compensation and full reparation for the damage caused to the social and environmental heritage of the aforementioned indigenous community. Possible for other requests.

(j) Reason why the case is considered significant

Case that individually may have a negative impact on our image.

(k) Review of the impact in case of loss

In case of loss, the Company will have a reduction in available assets (current assets) and liabilities of R\$ 10 million (updated on December 31, 2023) for the request considered probable and, therefore, reserved, with no impact on results and net worth.

In this aspect, the Company, even before the lawsuit was filed, were already seeking a settlement with FUNAI. However, we never received a response from that body. The transfer of AGMA's Operating License to Ibama has no consequences for the Company. In relation to other requests, the possibility of loss, although remote, brings financial impacts that cannot be valued at this time.

Additionally, the case may have a negative impact on our image.

Case No. 1000157-19.2018.4.01.3505 – Public Civil Action

(a) Court	Federal Court of the Judiciary Subsection of Uruaçu (State of Goiás).
(b) Instance	Trial.
(c) Date of establishment	May 15, 2018 (process received only in December 2018).
(d) Parties to the case	Plaintiff: Federal Prosecutors' Office (MPF), Goiás (GO). Defendant: ENGIE Brasil Energia S.A. ("Company" or "ENGIE"), Federal Government, Brazilian Institute of the Environment and Renewable Natural Resources (IBAMA), FUNAI and State of Goiás.
(e) Values, assets or rights involved	International Protection of Human Rights, Compensation for Environmental Damage, Revocation/Granting of Environmental License. The MPF demands that ENGIE and others be ordered to pay compensation of 5% of the gross revenue of the Cana Brava Hydroelectric Plant since the beginning of its operation.
(f) Main facts	<p>The MPF filed a Public Civil Action claiming the alleged occurrence of problems related to the implementation and environmental licensing of the Cana Brava HPP, requesting, as a preliminary injunction:</p> <ol style="list-style-type: none"> 1. suspension of Operating License No. 212/2005, issued by SECIMA/GO (formerly AGMA), whose validity expired on January 9, 2008, with consequent suspension of the activities of the Cana Brava HPP (article 14, subparagraph IV, Law No. 6,938/81), until adequate and good faith procedures with an approved schedule are established within the scope of the environmental licensing process underway at IBAMA for: (i) implementation of urgent mitigating measures in favor of the Avá Canoeiro indigenous community, especially for the release of a portion of indigenous land illegally flooded by the project's reservoir; (ii) identification of all social groups impacted by the Cana Brava HPP; and (iii) establishment of objective criteria for repairing and mitigating damages to economic activities and ways of life caused by the enterprise. 2. order for ENGIE to submit to FUNAI all the studies necessary to assess the situation of the indigenous component in the environmental licensing of HPP Cana Brava, within a maximum period of ninety (90) days. Such studies must be conclusively assessed by FUNAI within a subsequent period of thirty (30) days. In case there is a need to complement and/or rectify the study, we should do so within a maximum period of thirty (30) days, and grant FUNAI fifteen (15) days to provide a new response; 3. order the State of Goiás to forward to IBAMA within ten (10) days a full copy of the licensing procedure for the Cana Brava HPP. In case the records of the procedure are not found, the State of Goiás should submit within one hundred and twenty (120) days a full copy of the administrative proceeding duly initiated to determine responsibilities for the disappearance of documents, with detailed information on the measures adopted. <p>The following final requests are requested:</p> <ol style="list-style-type: none"> 1. Confirmation of early protection, with the cancellation of Operating License No. 212/2005, as well as the prohibition to grant a new Operating License, until the social and environmental impacts arising from the installation and operation of the Cana Brava HPP are fully resolved, with identification of all social groups impacted by the project and full compensation/repair for the social and environmental damage caused; 2. The suspension of ENGIE's participation in credit facilities offered by official credit establishments, as well as the suspension of incentives and tax benefits that it may receive from the Government Authorities, until a document proving full compliance with the measures determined by this court and by the environmental body for the regular operation of the Cana Brava HPP are provided; 3. The release of a portion of the Avá Canoeiro Indigenous Land flooded by the Cana Brava HPP, if necessary by lowering the level of the project's reservoir; 4. The joint conviction of the defendants for collective material and moral damages actually caused to the environment and the community, in an amount not less than five percent (5%) of the gross revenue generated by the enterprise since the beginning of its operation in the year 2002; 5. That the amounts required in the previous item be deposited in court and fully reverted in favor of the impacted population, through the approval of projects presented by the municipal government authorities of Minaçu and/or by suitable entities representing the impacted groups, established by (sic) at least one year from the date of filing this public civil action; 6. Conviction of ENGIE Brasil Energia S.A. to carry out a due diligence in matters of human rights, in order to research, record and publish violations that have occurred since the construction of HPP Cana Brava, with adaptation of our internal procedures so as not to repetition of similar cases; 7. Condemnation of ENGIE, IBAMA, FUNAI and the Government of the State of Goiás to make a "Formal Apology" to the communities impacted by the works of the Cana Brava HP by broadcasting for 15 consecutive days nine daily notices (equally distributed in the morning, afternoon and evening), on the

Case No. 1000157-19.2018.4.01.3505 – Public Civil Action

three radio stations with the largest audience in the municipality of Minaçu and region containing an acknowledgment that the installation and operation of the project harmed the environment and rights of the Avá Canoeiro indigenous people, quilombola communities, as well as of miners, draggers, squatters and family farmers, informing the measures taken to compensate violated rights.

The Trial Court Judge issued an injunction partially granting the Plaintiff's motions, and ordered: (i) that ENGIE should submit within 120 days a report (i.1) providing for which mitigating measures may be adopted in favor of the indigenous community of Avá Canoeiro, (i.2) identifying all social groups affected by the Cana Brava HPP, and (i.3) containing the assessments necessary to meet the indigenous agenda; (ii) that the State of Goiás provides the entire environmental licensing process for the Cana Brava HPP; and (iii) that ENGIE transfers to a judicial account the equivalent of 1% of the Cana Brava HPP revenue since 2002.

ENGIE filed an appeal (Interlocutory Appeal) against the preliminary decision to the Federal Court of Appeals. At the same time, ENGIE submitted a request for reconsideration to the Trial Court Judge who issued the preliminary decision.

ENGIE also presented its defense to the action.

The federal judge who granted the injunction was temporarily transferred to another court, and the judge who replaced him published a decision reconsidering the injunction. Subsequently, the first judge who had granted the injunction returned to the trial court, and published a new decision granting part of the injunction again (items i.1, i.2 and i3 above). Such items are limited to studies and information. We complied with the decision, but we filed an appeal against it, which is currently pending judgment.

In parallel, the case is in trial court, in the initial stage of fact finding.

(g) Summary of decisions rendered on the merits

Case still pending judgment in trial court.

(h) Case stage

Trial court, fact-finding phase.

(i) Chance of loss

Possible.

(j) Reason why the case is considered significant

Case that individually could have a negative impact on the image of the Company and whose adverse judgment, if it occurs, has a value that has not yet been estimated, depending on the final judgment, and the respective order for settlement of the judgment.

(k) Review of the impact in case of loss

Any proceeding of the action may require the Company to take various actions, as requested by the MPF. Additionally, in the event of a loss, the process may negatively impact our financial condition.

		Case No. 9809-37.2014.811.0003 – Public Civil Action
(a)	Court	3 rd Civil Court of the District of Rondonópolis (State of Mato Grosso), subsequently transferred to the 2 nd Federal Court of the Judiciary Section of Mato Grosso (State of Mato Grosso).
(b)	Instance	Trial.
(c)	Date of establishment	October 16, 2014.
(d)	Parties to the process	Author: Prosecutors' Office of the State of Mato Grosso (MP-MT) Defendants: ENGIE Brasil Energia S.A. ("Company" or "ENGIE"), Tupan Energia Elétrica Ltda. (Tupan) and Hidropower Energia SA (Hidropower) – our indirect subsidiaries.
(e)	Amounts, assets or rights involved	Environmental licensing for Small Hydroelectric Power Plants (SHPP) Rondonópolis and José Gelázio da Rocha.
(f)	Main facts	The MP questions the environmental legality of the installation of the Rondonópolis and José Gelázio da Rocha SHPPs, aiming for it to be acknowledged that the two SHPPs were built in a cascade and are, therefore, a single project generating installed power exceeding 30 MW/h, which demands the drafting of an Environmental Impact Study (EIA) and environmental compensation in full. The Company presented defense arguing that the SHPPs are duly authorized by Aneel and the plants timely obtained all authorizations and licenses, including environmental ones, necessary for their implementation. The SHPPs constitute two distinct enterprises, as acknowledged by the competent regulatory and environmental authorities. Furthermore, the legislation provides for the non-requirement of EIA for SHPP, with the companies carrying out the appropriate Environmental Diagnoses and compensating for the impacts caused to the environment. An injunction was issued by the State Court to halt the operation of the SHPPs until studies were carried out to identify the damage caused. This decision was reversed by the Court of Appeals of the State of Mato Grosso, which partially accepted an appeal filed by the Defendants to allow the continued operation of the SHPPs given that there was no danger of damage justifying the granting of the injunction, as the SHPPs are duly operating and their shutdown would cause serious harm to the community. Subsequently, a preliminary finding of absolute lack of jurisdiction of the State Court was accepted and the action was redistributed to the 2 nd Federal Court of the Judiciary Section of Mato Grosso (Cuiabá), with the preliminary decision losing its validity. Regarding the evidence to be produced, the Federal Court (i) rejected the preliminary arguments presented by the Defendants, and (ii) accepted a request for technical expert examination to be paid for by the Defendants to demonstrate whether the SHPPs constitute distinct enterprises or a single enterprise. The Defendants filed an appeal against this decision, but they were not cognized. Expert examination was granted, which is still in its initial stages. The action follows its normal course.
(g)	Summary of decisions rendered on the merits	Case still pending judgment in trial court.
(h)	Process stage	Trial, fact-finding phase.
(i)	Chance of loss	Possible for Tupan and Hidropower. Remote for the Company.
(j)	Reason why the case is considered significant	Case that individually may have a negative impact on the image of the Company and whose adverse judgment, if it occurs, will depend on the respective investigation in the settlement of the judgment.
(k)	Review of the impact in case of loss	The eventual success of the action would involve the drafting of environmental studies, including EIA, and the payment of environmental compensation for the SHPPs. It is impossible to predict at this time the financial consequences of a possible unfavorable decision in the case. Even so, in the event of an unfavorable decision, both companies controlled by the Company, Tupan and Hidropower, have sufficient financial health to not justify the disregard of their legal entities to affect the Company, which is why the chance of loss for the Company is considered as remote. Additionally, we may have our image and financial condition negatively impacted.

Case No. 5001646-68.2016.4.04.7204 – Public Civil Action with a Motion for Prohibitory Injunction

(a) Court	4 th Federal Court of the District of Criciúma (State of Santa Catarina).
(b) Instance	Trial.
(c) Date of establishment	April 7, 2016.
(d) Parties to the process	Plaintiff: Federal Prosecutors' Office (MPF) Defendants: (i) Federal Government, (ii) State of Santa Catarina, (iii) Municipality of Criciúma, (iv) Municipality of Forquilhinha, (v) Brazilian Institute of the Environment and Renewable Natural Resources – IBAMA, (vi) Fundação do Meio Ambiente (environment foundation), (vii) National Department of Mineral Production (DNPM), (viii) Carbonifera Criciúma S.A., (ix) Alfredo Flávio Gazzolla, (x) José Luiz Freitas de Castro, (x) Wolfgang Friedrich, (xi) ENGIE Brasil Energia S.A. ("Company" or "ENGIE"); and (xii) Cooperativa Pioneira de Eletrificação – COOPERA.
(e) Amounts, assets or rights involved	Environmental recovery of Mina Verdinho and associated facilities. Judicial deposit in the amount of R\$ 1,346 thousand.
(f) Main facts	In summary, the MPF alleges that Carbonifera Criciúma S.A. interrupted its activities putting the environment at risk, as it failed to carry out adequate maintenance at the Rio Verdinho Mine. According to the MPF, this situation would be creating a risk of the effluent dam breaking, irregular release of effluents into the environment and flooding of the mine with destruction of equipment and possible contamination with toxic products (in particular, polychlorinated biphenyls (PCBs)). It claims that responsibility of the Company would be joint and several with Carbonifera Criciúma, its shareholders and the government entities responsible for protecting the environment, since it acquired all of Carbonifera's production and received a subsidy from the Federal Government for that purpose. According to the plaintiff, the Company would be an agent promoting coal extraction activity, thus encouraging this activity. The MPF filed a request for an injunction so that the Federal Government, the State of Santa Catarina, FATMA, IBAMA, the Municipalities of Criciúma and Forquilhinha, the DNPM, and Carbonifera Criciúma, other natural persons who are shareholders of Carbonifera and the Company are required to take action in order to: a) repair of the tailings dam at the Rio Verdinho Mine, in Forquilhinha/Criciúma, in order to guarantee its safety and environmental suitability; b) promote an environmentally appropriate closure of the mine and avoid flooding while there is equipment and toxic materials underground; c) treat mine effluents and remedy the environmental damage resulting from the flooding of the mine and the collapse of the dam or its overflow in any way. The Honorable Federal Judge partially granted the request to order that within 15 days and under penalty of a daily fine: (I) Carbonifera Criciúma, its individual shareholders and the Company jointly, adopt the necessary measures to: a) repair the Rio Verdinho Mine tailings dam, in order to guarantee its safety and environmental suitability; b) avoid flooding of the Rio Verdinho Mine, keeping the pumping system in full operation (100% of capacity); c) remove all toxic material from the subsoil; d) treat effluents from the Rio Verdinho Mine; e) settle debts with COOPERA, relating to the past 30 days, and pay all future consumption on time. (II) COOPERA, refrain from interrupting the electricity supply service to the Rio Verdinho Mine, and, if it has already been interrupted, restore it immediately, regardless of prior payment. The Company appealed the decision to the Federal Regional Court of the Fourth Region (TRF-4) and in October 2016, the Court issued a decision in our favor in relation to items (b) and (e), revoking the preliminary decision. Item (a) of the preliminary decision was complied with by the Company, as acknowledged by the Court. In relation to items (c) and (e) of the preliminary decision, the Company understands that its execution would be hampered, due to the impossibility of executing such measures, as a result of the revocation of item (b) by TRF4. Based on the understanding that items (c) and (e) of the injunction had been breached, in May 2017, the MPF filed Execution Actions for a Monetary Fine. The Company submitted a performance bond and challenged compliance with the remaining items of the preliminary decision. In March 2018, the Rapporteur Judge for the TRF-4 case ruled in an single-judge decision in our favor in the sense that: (i) the

Case No. 5001646-68.2016.4.04.7204 – Public Civil Action with a Motion for Prohibitory Injunction

injunction granted in the trial court did not include the treatment of surface water; (ii) we have been monitoring the filling of water in the mine, and presented emergency measures for its treatment and that, to be subject to penalties we should have the ability to take such measures; (iii) the assets of Carbonifera Criciúma and its shareholders should be used primarily to comply with the guarantee insurance presented by the Company to the detriment of the seizure of our resources. The panel of the Court confirmed the single-judge decision.

Subsequently, within the scope of the main action pending in trial court, evidence was produced and the investigation phase was completed.

A judgment was rendered at trial court partially deeming the claims presented by the Federal Prosecutor's Office to be valid, sentencing the defendants to several actions related to the proper closure of the mine, as well as the payment of electricity bills to the local supplier (COOPERA). Emergency actions were also ordered in terms of anticipatory protection, to be completed within six (6) months. ENGIE Brasil Energia, with the support of its legal advisors, will present the appropriate resources.

(g) Summary of decisions rendered on the merits

Trial court judgment partially considering the claims presented by the Federal Prosecutors' Office, sentencing the defendants to take several actions related to the adequate closure of the mine, as well as the payment of electricity bills to the local supplier (COOPERA). Emergency actions were also ordered in terms of anticipatory protection, to be completed within six (6) months.

(h) Case stage

Trial court judgment rendered, appeals filed, and pending judgment.

(i) Chance of loss

Possible.

(j) Reason why the case is considered significant

Case that individually may have a negative impact on the image of the Company and whose adverse judgment, if it occurs, will depend on the respective investigation in the settlement of the judgment.

(k) Review of the impact in case of loss

The origin of the action may require the Company to take various measures, including technical ones, to contribute to the closure of the mine and waste treatment with the other defendants, under the terms requested by the MPF. Additionally, we may have our image and financial condition negatively impacted.

Cases No. 5042816-11.2020.404.7000 and 5050258 -28.2020.4.04.7000 – Public Civil Actions

(a) Court	11 th Federal Court of the District of Curitiba (State of Paraná).
(b) Instance	Trial.
(c) Dates of filing	September 2, 2020 and October 16, 2020.
(d) Parties to the case	<p>Plaintiffs: OJC (Observatory of Justice and Conservation); SPVS (Wildlife Research and Environmental Education Institute); RMA (Network of Non-Governmental Organizations of the Atlantic Forest); State and Federal Prosecutors' Offices.</p> <p>Defendants: IAT – Paraná Water and Land Institute; IBAMA; and Gralha Azul Transmissão de Energia S.A. (subsidiary of ENGIE Brasil Energia S.A.).</p>
(e) Amounts, assets or rights involved	To be set.
(f) Key facts	<p>These are two Public Civil Actions filed by the Plaintiffs mentioned above, whose purpose is the legality of the environmental licensing of the Gralha Azul Transmission System.</p> <p>The Gralha Azul Transmission System will cover 27 municipalities and is made up of approximately 1,000km of lines and 10 substations, subdivided between 10 transmission lines (525/230 kV); 5 sections of existing lines at 230 kV; 5 new substations; and 5 substations to be expanded, grouped into seven different licensing groups, according to their technical, geographic and environmental characteristics as determined by the competent environmental body. The environmental licensing process began in 2018, and was conducted in a transparent manner by the competent environmental body - Institute of Water and Land (IAT) of Paraná. Throughout the licensing process, several aerial and ground inspections, public hearings and technical meetings were carried out, and approval was issued by several intervening bodies, such as Funai, Fundação Cultural Palmares, IPHAN, CINDACTA – COMAER and Municipal Governments. The environmental licenses were duly issued by the IAT, and the works began.</p> <p>However, in September and October 2020, the Plaintiffs demonstrated their dissatisfaction with certain aspects of the environmental licensing - in particular, the alleged illegal splitting of the licensing, the alleged lack of IBAMA's consent, the suppression of vegetation, the project layout and others environmental aspects presented in the complaints, such as impacts on speleological heritage, indigenous and quilombola communities.</p> <p>Gralha Azul, IAT and IBAMA presented statements in favor of the project defending its legality. However, within the scope of ACP 5042816-11.2020.404.7000, whose purpose is limited to two licensing groups (525kv lines), an injunction from the plaintiffs was granted to partially suspend the works on the Transmission System. The Federal Government and the State of Paraná entered the case, in defense of the project and as simple assistants to Gralha Azul.</p> <p>The Federal Government, State of Paraná and Gralha Azul filed a request to suspend the injunction to the Superior Court of Appeals (STJ), which was granted by the chairman of the Court. The plaintiffs filed an internal appeal. This appeal is currently underway at the STJ Special Court.</p> <p>In ACP 5050258-28.2020.4.04.7000, whose purpose encompasses the entire Gralha Azul Transmission System, an injunction was also granted, determining the suspension of works in a specific section called "Devonian Escarpment". The Federal Government, the State of Paraná and Gralha Azul filed with the STJ a motion to extend the effects of the STJ's first decision, which had suspended the previous injunction. Such request was granted, fully suspending the second preliminary decision. This new STJ decision was also appealed via Internal Appeal at the STJ Special Court.</p> <p>A decision is currently awaited from the Special Court of the STJ regarding the two preliminary decisions.</p> <p>Pending the STJ's judgment, the parties unanimously agreed to suspend both ACPs for settlement negotiations. The parties have met several times extrajudicially and an agreement is being negotiated. ACPs are suspended. After prolonged discussions, the parties did not reach an agreement and the case must begin at trial court.</p>
(g) Summary of decisions rendered on the merits	Case still pending judgment at trial court.
(h) Case stage	Fact-finding phase has not yet started
(i) Chance of loss	Possible.
(j) Reason why the case is considered significant	Case that individually may have a negative impact on the image of the Company and whose adverse judgment, if it occurs, will still depend on the respective investigation in the settlement of the judgement.
(k) Review of the impact in case of loss	Gralha Azul Transmissão de Energia may be ordered to redo the environmental studies, re-conduct the licensing process, suspend the works or operation of the project, remove the buildings or change their layout, and recover or compensate any environmental damages found. Additionally, the Company may have our image and financial condition negatively impacted.

4.5 – Total amount reserved for significant non-confidential cases

Of the cases listed in item 4.4, the amount of R\$ 10 million was acknowledged as probable risk and reserved.

4.6 – Significant confidential cases

International Court of Arbitration of the International Chamber of Commerce (CIA-CCI)

- (a) Review of the impact in case of loss ENGIE seeks acknowledgement of the exclusivity of a right that involves the receipt of certain amounts. In case of loss, this right will not be acknowledged and we will no longer receive such amounts.
- (b) Amounts involved R\$130 million (amount updated on December 31, 2023).

4.7 – Other relevant contingencies

As of December 31, 2023, there were no other relevant contingencies not covered by the previous items.

5.1 Description of risk management and market risks

a. Risk Management Policy

The business risk and opportunity management policy ("Risk Management Policy") defines the general concepts and lays out the governance to be applied in relation to risk taking and management, in order for the Company to achieve medium and long-term goals, while providing guidelines for specific risk management policies and setting quantifiable limits and risk thresholds, risk-taking criteria and technical options for risk handling. The current Policy was approved by the Executive Board on September 29, 2016 and by the Board of Directors on February 23, 2017.

b. Objectives and strategies of the Risk Management Policy

The Risk Management Policy aims to:

- ensure the application of ENGIE's values, as well as related governance principles, to enterprise risk management procedures;
- define the roles and responsibilities of the Business Risk Management functional line (Enterprise Risks Management, or ERM);
- lay out the enterprise risk management process;
- lay out its division into specific risk management policies; and
- stipulate the contribution by enterprise risk management to the Company's governance.

(i) Risks for which protection is sought

Through the Risk Management Policy, the Company aims to identify and mitigate risks that can adversely impact it, which includes, but is not limited to, the following risk categories:

- (a) Strategic
- (b) Financial
- (c) Operational

(ii) Instruments used for hedging

Among the risk mitigation plans underway at the Company are insurance contracts, derivative financial instruments (hedge), contractual guarantees, staff training, ISO 9001, 14001 certifications, etc.

Enterprise risk mitigation plans can be either permanent or temporary and aim to bring risk down to levels acceptable to the Company.

Market Risks

Specifically with regard to market risks, as set out in section 4.3 of this Reference Form, they are monitored by the Financial Forum, which periodically evaluates the Company's exposure and proposes operational strategies, control system and position and credit limits toward others market partners.

(a) Risks related to fluctuating interest rates and indices

Regarding the risk of acceleration of inflation, all energy sale agreements in force have an inflation adjustment clause, stipulating the application of either the IGP-M or the IPCA, which represents a natural long-term hedge for debts and obligations pegged to inflation indices and/or fluctuation in inflation. With regard to the risk of floating interest rates, part of the debt contracted is linked to the Long-Term Interest Rate (TJLP) and the CDI rate, which tends to fluctuate keeping pace with fluctuations in interest rates and inflationary effects. Therefore, contracted debts linked to TJLP and CDI tend to be hedged by the aforementioned energy sale agreements and by the Company's cash flow. We should note that, in agreements signed by December 31, 2018, the amount corresponding to the portion by which the TJLP may exceed 6% p.a. is incorporated into the principal of the debt, which mitigates the immediate impact on the Company's cash flow in the event of acceleration of the TJLP. As of January 1, 2019, the Company had not entered into any contract pegged to the TJLP.

(b) Risks related to liabilities denominated in foreign currency

The Company's exchange rate risk hedging policy seeks to achieve a low level of exposure to exchange rates in its liabilities and commitments denominated in foreign currency, which are permanently monitored by its Financial Forum.

The derivative financial instruments held by the Company correspond to transactions designed to hedge its exposures to the risks of exchange rate fluctuations, which are recognized according to the standards stipulated for hedge accounting, as mentioned below.

At the start of a hedge transaction, formal documentation is prepared describing the goals and strategies for managing the covered risk and the relationship between the transaction subject to hedge and the hedging instrument used for the expected protection. The Company's hedge transactions that qualify for hedge accounting are as follows:

- Fair Value Hedge (FVH)

The hedge transactions for protection from exchange rate fluctuations on the Company's loans result from liabilities linked to the CDI rate, that is, non-fixed components, and are therefore designated as "fair value hedge."

- Cash Flow Hedge (CFH)

The Company designated its hedges for exposure to financial commitments to acquire assets denominated in foreign currency as cash flow hedges.

(c) Risks related to energy prices in trading operations

Market risk management concerning trading operations is under the purview of the Risk Committee, which annually approves the risk limits that can be assumed in transactions by the trading desk. All trading operations are governed by the Company's credit policy.

(iii) Organizational risk management structure

The governance structure model for corporate risks at the Company is based on the three lines of the Institute of Internal Auditors (IIA), which directs the responsibilities of the Company's business, risk management, Internal Audit and senior management teams (Executive Board and Board of Directors).

The organization of risk management is based on the various participants at each level at the Company:

Board of Directors and Statutory Audit Committee

The role of the Board of Directors and the Statutory Audit Committee, in the context of risk management, is to monitor the effectiveness of the risk management system.

Executive Board

The Executive Board plays a supervisor and decision maker's role in the context of risk management. Accordingly, at least once a year, it examines and approves the review of enterprise risks.

Risk Officer

The Company's Risk Officer contributes to improving the knowledge of strategic risks, thus increasing its credibility, improving the risk taking assessment, and both maintaining and creating value. Their role consists of:

- assisting the Executive Board in managing risks;
- certifying that the Company's enterprise risk management policy is being implemented; and
- participating in the preparation of the review of the Company's risks, risk intelligence and policy structure and methodology for the enterprise risk management process.

Governance, Risks and Controls (GRC) team

At EBE, the consolidation and management of enterprise risks and opportunities are conducted by the Governance, Risks and Controls (GRC) team.

Risk Management Forum

In addition, to more efficiently conduct the risk assessment process of its business, the Company has a Risk Management Forum, which is charged with contributing to the identification and analysis of the Company's enterprise risks and opportunities.

The Forum's activities are company-wide and therefore performed by representatives of the Company various departments, and the general coordination of the Risk Management Forum is under the purview of the Financial and Investor Relations Officer.

In the enterprise risk analysis process, each identified risk is classified according to its probability of occurrence, significance (or severity) and degree of control. From this analysis, a mitigating action plan is developed for each of the risks. The manager of the department from which the risk originates is the "risk owner" and will be responsible for implementing the action plan. As risks are analyzed, there is also an assessment made of any opportunities that could be implemented by the Company.

As a result of the analysis process, an enterprise risk and opportunity matrix is obtained, which is submitted to the Executive Board for approval and introduced to the Statutory Audit Committee, the Board of Directors and, subsequently, to the Controlling Shareholder.

c. Adequacy of the operational structure and internal controls to assess the effectiveness of the appropriate policy

The Company believes that its strategic risk management structure is appropriate to ensure the effectiveness of the adopted policy. Managers are responsible for identifying, elaborating on and continuously monitoring the risks associated with their teams or business processes.

At the Enterprise Risk Manager (ERM) level, the GRC acts as a 2nd Line, providing support to managers, which includes developing and implementing policies, methodologies, processes and the strategic risk communication structure. These initiatives are carried out in an integrated and standardized manner, ensuring a cohesive risk management across the organization. The ERM is submitted to the Executive Board for approval, is analyzed by the Statutory Audit Committee and submitted to the Board of Directors on an annual basis.

In addition, the strategic risk management system is assessed during the analysis the overall control environment at the entity level.

Additionally, the Company has an Internal Audit department, which reports directly to the Board of Directors. This department aims to independently assess the effectiveness of risk management, internal control and corporate governance processes. Through analyses, recommendations and information, Internal Audit contributes significantly to the Company's management, focusing on enterprise risks and fostering the continuous improvement of internal processes.

5.2 Description of internal controls

a. Main internal control practices and the efficiency degree of such controls, indicating any flaws and the measures taken to correct them

The Company's Management is responsible for setting up and maintaining a system of internal controls suitable to its operating and corporate environments. This system contributes to lowering risks to acceptable levels and supporting Management in making strategic and governance decisions.

The Company's Internal Controls Program, known as the INCOME Program, was developed by the Internal Controls department of the parent company ENGIE S.A. (headquartered in France) and is implemented in all entities of the ENGIE Group. The Program uses a self-assessment methodology for internal controls (control self-assessment), in which qualified professionals, known as BPOs (Business Process Owners), periodically evaluate the relevant controls under their purview.

The implementation of internal controls and self-assessment is charged to the business teams (1st line), following the Company's guidelines and the control model laid out by the ENGIE Group. To ensure the reliability of the self-assessment, a sample of controls is tested by independent auditors other than those responsible for auditing the Company's financial statements. Any deviation identified in the efficiency or effectiveness of internal controls is addressed by action plans, which are prepared by the teams in charge and regularly monitored. The results of both the self-assessment and control tests are reported to Management, as part of the job of monitoring the Company's internal controls environment.

The Company's internal control system provides reasonable comfort about the reliability of the financial statements prepared and presented in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), and with the accounting practices adopted in Brazil, which include the regulations of the Brazilian Securities Commission (CVM), the pronouncements issued by the Accounting Pronouncements Committee (CPC), and the guidelines of the Electricity Sector Accounting Manual (MCSE).

Due to their inherent limitations, internal controls over financial reporting may fail to prevent or detect errors. Furthermore, any forecast concerning the future effectiveness of internal controls is subject to the risk that they may become obsolete due to changes in operating conditions or any decrease in the level of adherence to established practices and procedures.

b. Organizational structures involved

The Company has an internal controls team (2nd line) who report to the Governance, Risks and Controls (GRC) management and is in charge for coordinating the INCOME Program, reporting the main facts to the Executive Board, the Statutory Audit Committee and the Board of Directors. The Chief Executive Officer and the Financial and Investor Relations Officer annually assess and certify the effectiveness of the INCOME Program, as required by Section 404 of the Sarbanes-Oxley Act (SOX).

The following table demonstrates the organizational structures involved in the preparation, reporting and supervision of the Company's internal controls:

Organizational structure	Activity involved in maintaining the internal controls environment
Control Owner	Executing and/or managing internal controls to mitigate risks in business processes. Preparing action plans to mitigate any deviations in the execution of internal controls.
Business Process Owner (BPO)	Ensuring that the main process risks are identified and internal controls are implemented to mitigate the main identified risks. Conducting an annual self-assessment of the internal controls of the process under their purview and adapting the control system to any changes in the organization.
Governance, Risks and Controls (GRC)	The department responsible for managing the Company's internal controls system, as well as advising organizational units on the implementation, changes and self-assessment of internal controls in accordance with the INCOME Program and ENGIE Group guidelines.
Internal Audit	Responsible for providing objective, independent assessment, advice and insights based on risk analysis, increasing and protecting organizational value and attesting to the effectiveness of its governance processes (financial and non-financial), standards and practices.
External audit of the INCOME Program	External auditors other than those responsible for auditing the Company's financial statements. They are tasked with testing selected internal controls with the aim of corroborating the efficiency of the self-assessment conducted by BPOs and identifying any control flaws.
Executive Board	Monitoring and providing guidelines for maintaining the internal controls environment.
Statutory Audit Committee	Advising the Board of Directors on the effectiveness of the Company's risk management systems and internal controls.
Board of Directors	Monitoring and directing the maintenance of the internal controls environment.

c. How the efficiency of internal controls is supervised by the Company's management, indicating the positions of those responsible for said monitoring

The Company has a Governance, Risks and Controls department, responsible for advising organizational units on the implementation, changes and self-assessment of the Company's internal controls. GRC reports to the Executive Officers, the Board of Directors, the Statutory Audit Committee and the Controlling Shareholders the results of their control tests, which are assessed by external auditors hired specifically for the INCOME Program, as well as the results of the control self-assessments conducted by the BPOs. The INCOME Program's control testing cycle is designed so that all of the Company's internal controls are tested within no more than 5 years.

Supervision of the effectiveness of internal control mechanisms and responses to identified risks is provided by the Statutory Audit Committee, which reports directly to the Board of Directors.

The annual results of the INCOME Program are submitted to the Executive Officers, the Statutory Audit Committee and the Board of Directors, who analyze and approve the activities carried out and the results achieved.

d. Flaws of and recommendations on internal controls set out in the detailed report, prepared and sent to the Company by the independent auditor, in accordance with the regulations issued by the CVM on the registration and performance of independent audit activities

The independent auditors, while performing their duties, developed an understanding of the internal controls considered relevant to the external audit process for the purpose of identifying and assessing risks of material misstatements in the Company's individual and consolidated financial statements and, as regulated by item II of article 25 of CVM Resolution No. 23, dated February 25, 2021, issued a detailed report indicating their opinion on what constitutes significant flaws in controls.

The auditors from Ernst & Young Auditores Independentes S/S Ltda. reported a significant flaw in the process related to the review of contingency provision estimates, especially for timely updating information in the internal process monitoring system and processes conducted by external legal counsel.

The independent auditors recommended that the Company's management: (i) improve the design and attributes of its internal controls over the processes that are monitored in the Company's internal system; (ii) evaluate the sensitivity of the loss prognosis determined by the external advisor; and (iii) design internal review controls over the calculation of adjustment for inflation done by the Company's internal system.

Furthermore, the independent auditors identified a distinction between the prognosis classification practices used in one of the Company's consortia and the methodologies used internally. The auditors recommended a standardization of internal processes between the Company and its consortia.

e. Officers' comments on the flaws indicated in the detailed report prepared by the independent auditor and on the corrective measures taken

In compliance with CPC 25 – Provisions, Contingent Liabilities and Contingent Assets, the Company recognizes the solidity of its current methodology. However, discussions held with the independent auditors contributed to the understanding of the controls that require improvements and redesign. The Company is committed to reviewing and reassessing the current process and strengthening existing controls. The Legal department is charged with implementing the improvements, taking a progressive approach to ensure that the recommended measures are incorporated effectively and in the most timely manner possible.

We should note that the risks and flaws identified in internal controls by the independent auditors did not affect the auditors' opinion on the Company's individual and consolidated financial statements as of December 31, 2023 and for previous years.

5.3 Compliance program

a. If the issuer has any rules, policies, procedures or practices in place aimed at preventing, detecting and remedying any fraud and offenses committed against the government, identifying, if so:

(i) The main compliance mechanisms and procedures in place and their adequacy to the profile and risks identified by the issuer, indicating how frequently risks are reassessed and policies, procedures and practices are adapted

The Company has an Ethics and Compliance Program stands on 4 pillars:

- Integrity
- Compliance Management
- Human Rights
- Code of Ethics

There are regulating documents for all of the aforementioned pillars on topics related to the Company's ethical management, such as Business Consultants Policy, Supplier Due Diligence Policy, Policy on Relationships with Government Officials, Gifts and Hospitality Rules, Complaint Handling Procedure, Ethical Risk Analysis Procedure in Project Development, Anticorruption and Antibribery Policy, Human Rights Policy, Conflict of Interest Prevention Procedure, and the chief document, which is the Code of Ethics.

Risk analysis is carried out annually and consists of a systematic process at the Company and its subsidiaries, which pervades all its activities and involves the operational and senior management teams, being coordinated by the Risk Management Forum.

The result of this process is reflected in the Company's Enterprise Risk and Opportunity Matrix, an internal document that guides the conduct of its business and those of its subsidiaries. The constant analysis of enterprise risks includes identifying and rating such risks based probability of occurrence, significance in terms of financial and reputational impact, and degree of control.

The exposure to ethical risk, with focus on combating fraud and corruption and valuing ethical best practices, is analyzed individually inside the Risk Matrix, and the calculation involved in such assessment indicates that the exposure of the Company and its subsidiaries is stable, with the effective application of integrity, compliance and ethics policies and procedures, as well as the regular conduct of assessments of control activities and internal and external audits, important tools to mitigate risks of this nature facing the Company and its subsidiaries.

The Company has a Code of Ethics in place, the latest version of which was approved on June 4, 2024 by the Company's Board of Directors. The Company's Code of Ethics can be found on the Company's website (<https://www.Engie.com.br/investidores/>), as well as on the websites of B3 (www.b3.com.br) and the CVM (www.cvm.gov.br).

(ii) The organizational structures involved in monitoring the workings and efficiency of internal compliance mechanisms and procedures, indicating their responsibilities, whether their creation was formally approved, the issuer's bodies to which they report, and the mechanisms to ensure the independence of their leaders, if any

Aiming to ensure the application of the Code of Ethics and other ethics and compliance reference documents at the Company and its subsidiaries, the Ethics Committee was created, which reports directly to the Board of Directors, to be the coordinating and stewardship group for compliance with ethical principles, which committee was given the necessary authority to perform this role, and also had appropriate human and financial resources made available thereto.

The Company's Ethics Committee, created on July 2, 2002 by a Resolution of the Executive Board, is composed of: (i) the Legal and Ethics Officer; (ii) the People, Processes and Sustainability Officer; (iii) the People and Culture Manager; (d) the Internal Audit Manager; and (e) the Governance, Risks and Controls Manager; with the Legal and Ethics Officer responsible for coordination. The responsibilities assigned to the Ethics Committee, included in the Company's Organization Manual, are the dissemination, application and monitoring of ethics benchmarks, aiming to prevent ethical risk and promote professional practices, in accordance with the commitments of ENGIE Brasil Energia.

(iii) If the issuer has a formally approved code of ethics or conduct, indicating:

- **If it applies to all officers, fiscal council members, directors and employees and also covers third parties, such as suppliers, service providers, intermediary agents and associates**

The Company's Code of Ethics is applicable to all members of the board of directors and fiscal council, members of the Statutory Audit Committee, officers and employees of the Company and its subsidiaries, as well as third parties, such as suppliers and service providers, that is, everyone who works on behalf of the Company.

- **Sanctions applicable in the event of breach of the code or other related regulations, identifying the document providing for such sanctions**

In the case of violation of the ethical principles set forth therein, the Code of Ethics provides that a fact-finding investigation must be carried out. The complaint handling procedure ensures that reported facts are investigated in an impartial manner, responsibilities are identified and, if necessary, appropriate sanctions are imposed and corrective actions are taken, regardless of hierarchical level. The result of any such investigation is formally reported to the interested parties and recorded in the Company's corporate tools.

As set out in the Company's Code of Ethics and in the Personnel Management Manual, for proven ethical breaches, the application of disciplinary actions to employees may result in a verbal or written warnings, disciplinary suspension and even termination of employment or contract. For companies hired by the Company and its subsidiaries, any failure to comply with ethical principles may result in contractual sanctions or immediate suspension of the contract in question and, if appropriate, legal proceedings.

- **Body that approved the code, date of approval and, if the issuer publishes the code of conduct, websites on which the document can be viewed**

The Company's Code of Ethics is the main reference document of the Ethics and Compliance Program. The Company's Code of Ethics can be found on the Company's website (<https://www.Engie.com.br/investidores/>), as well as on the websites of B3 (www.b3.com.br) and the CVM (www.cvm.gov.br).

The current version of the Code of Ethics was approved by the Company's Board of Directors at a meeting held on June 4, 2024.

b. If the issuer has a whistleblower channel, indicating, if so:

- **Whether the whistleblower channel is internal or managed by third parties**

The Company has an external whistleblower channel for complaints related to ethical issues, which channel managed by an external company and available 24 (twenty-four) hours a day, 7 (seven) days a week. Access to the channel is via the website <https://www.canalintegro.com.br/engiebrasil> or by calling 0800 580 2586 (calls free of charge).

The external channel enables any employee, supplier, customer and/or partner to describe, on condition of anonymity for whistleblowers who choose that, the occurrence of any noncompliance or fraud or the

existence of inappropriate and unethical conduct that could affect the image and financial results and the work environment of the Company and its subsidiaries.

All reported situations are kept in absolute secrecy, with assurance of non-retaliation. The investigation is carried out confidentially, and ENGIE Brasil Energia's Ethics Committee is the body responsible for investigating complaints.

- **Whether the channel is open to receiving reports from third parties or whether it only receives reports from employees**

The whistleblower channel is available to employees of the Company and its subsidiaries, as well as third parties.

- **Whether there are mechanisms for anonymity and protection for good-faith whistleblowers**

As previously highlighted, the Company's Ethics Committee ensures anonymity to whistleblowers who so choose.

Anyone reporting, responsibly and in good faith, any concerns related to ethics or noncompliance situations cannot be subject to any reprisal or penalty for reporting such situations.

We should also emphasize that the anonymity of the whistleblower, as well as anyone else involved, will be preserved by the Company, and the investigation will be carried out confidentially.

- **Issuer's body responsible for investigating complaints**

The body responsible for investigating complaints is the Company's Ethics Committee.

c. Number of confirmed cases in the last 3 (three) fiscal years of embezzlement, fraud, irregularities and offenses committed against the government and any corrective measures taken

0 (zero).

d. If the issuer does not have rules, policies, procedures or practices aimed at preventing, detecting and remedying fraud and offenses committed against the government, identify the reasons why the issuer has not put any such controls in place

Not applicable to the Company.

5.4 Material changes

There was no material change in the main risks to which the Company is exposed or in its Risk Management Policy for the last fiscal year. However, the Company monitors risks in the global economy as set out below.

As of December 31, 2023, the Company was following the war in Ukraine and had not detected any impacts resulting from the war in Ukraine on its individual and consolidated financial statements. However, the Company assesses that the impact on the economy could be large, depending on the size and extent of the war, which could dim down prospects for economic growth. Additionally, assuming that there is no worsening of the war, the Company does not estimate any significant effects on its results that could compromise its operational capacity or the implementation of its projects.

Regarding the conflict between Israel and Hamas, the Company does not have any contracts with any party involved in the conflict. Although there are no direct impacts of the conflict on the Company, there are impacts on the world economy that will be most felt in the countries that become involved. The magnitude will be very different if the conflict is restricted to Gaza and Israel than if it involves, for example, Syria, Lebanon and finally, Iran, given the historical conflicts between these countries. If that occurs, the impacts will be global, rather than just regional. The Company will continue monitoring developments. Additionally, assuming that the situation does not get worse, the Company does not estimate any significant effects on its results that could compromise its operational capacity or the implementation of its projects.

5.5 Other relevant information

Investment and Derivatives Policy

a. Purpose

To set criteria for the investment of financial resources available in the financial market and limits to the use of derivatives.

b. Context

Ensuring liquidity for the operation of the Company and its subsidiaries and security for their operations is the basic guideline of the Investment and Derivatives Policy.

c. Allocation of funds

The financial investments available to the Company and its subsidiaries must observe the following allocation rates, considering the consolidated amounts invested by each company:

- at least 90% of the funds in Federal Government Securities;
- no more than 10% of the funds in Private Securities.

Notes:

The limits set out above do not take into account any debentures issued by the Company's subsidiaries, and the executive board has powers to subscribe for, pay in, buy, sell and trade debentures from its subsidiaries, limited in amount, individually or jointly, to 10% (ten percent) of the Company's authorized capital.

d. Banking risk

Aiming to support and complement the analysis and judgment of Banking Risk, the Company uses the risk ratings published by the agencies Standard & Poor's (S&P), Moody's or Fitch, consultancy firms specializing in this area.

e. Bank selection

Based on ratings from the agencies S&P, Moody's or Fitch Banks, banks must be selected according to the following criteria:

- banks with a minimum net equity of R\$1 billion; and
- AA- (S&P and Fitch) or Aa3 (Moody's) rating on a national scale.

f. Operating limit for each bank

The maximum limit for operating with any given Bank (considering its respective financial group, where applicable) is 5% of the consolidated cash on hand of the Company and its subsidiaries, with restricted financial investments excluded from that limit, such as CDBs linked to Reserve Accounts.

Notes:

- Repo transactions backed by the Company's debentures and lease purchases from the same financial conglomerate as the Bank must be considered as the Bank's own CDB, for credit limit purposes.
- The limits stipulated in item "e" do not apply to investments in National Treasury Securities, the risk of which is borne by the Federal Government, and not the Bank.

g. Transaction term

With the exception of the debentures mentioned in item "c", transactions with private credit risk, regardless of their term, are mainly aimed at daily liquidity.

h. Registration with the CETIP/SELIC

Whenever applicable, financial transactions must be confirmed through their registration with the Securities Custody and Financial Settlement Center (CETIP) or in the Special Settlement and Custody System (SELIC), with the corresponding deposit of the securities backing the transactions.

i. Limits to the use of financial derivatives

- The use of derivatives is restricted to risk protection (hedging), and leverage transactions and short sales are prohibited.
- The underlying assets and their derivatives must have the same risk factor.
- Interest and/or currency derivative transactions, when used to hedge corporate financing, must maintain a close correlation in terms of debt profile, volumes and terms.
- The counterparty in derivative transactions must have one of the following minimum ratings:
 - AA- (S&P or Fitch) or Aa3 (Moody's) on a national scale; or
 - A+ (S&P or Fitch) or A1 (Moody's) on an international scale.
- The Executive Board shall approve any and all contracts for transactions using derivatives, with the Board of Directors being responsible for approving contracts for those in which the contract volume or net position at risk exceeds R\$50 million.

6.1 / 6.2 Shareholding position

Shareholder	CPF/CNPJ shareholder	Nationality-State of Birth	Party to the shareholders' agreement	Controlling shareholder	last change	Qty. of total shares (Units)	Total shares %
Detailed by share classes (Units)	Qty. of common shares (Units)	Common shares %	Qty. of preferred shares (Units)	Preferred shares %			
Share class	Qty. of shares (Units)	Shares %					
ENGIE Brasil Participações Ltda.							
01.370.013/0001-15	Brazilian-RJ	No	Yes	12.07.2018			
560,640,791	68.712%	-	-	560,640,791	68.712%		
Banco Clássico SA							
31.597.552/0001-52	Brazilian-RJ	No	No	09.28.2022			
80,425,026	9.857%	-	-	80,425,026	9.857%		
Others							
174,861,923	21.4310550%	-	-	174,861,923	21.431%		
TREASURY SHARES - Date of last change:							
TOTAL							
815,927,740	100.000%	-	0.000%	815,927,740	100.000%		

CONTROLLING SHAREHOLDER / INVESTOR					
Shareholder					
CPF/CNPJ shareholder	Nationality-State of Birth	Party to shareholders' agreement	Controlling shareholder	Last change	
Detailed by share classes (Units)					
Qty. of common shares (Units)	Common shares %	Qty. of preferred shares (Units)	Preferred shares %	Qty. of total shares (Units)	Total shares %
				CPF/CNPJ shareholder	Capital stock composition
CONTROLLING SHAREHOLDER / INVESTOR					
Banco Clássico S.A.					31.597.552/0001-52
José João Abdala Filho					
245.730.788-00	Brazilian	No	Yes	06.11.2018	
745,685,582	100.000%	-	-	745,685,582	100.000%
Share class	Qty. of shares (Units)	Shares %			
OTHERS					
1,019	0.000%	-	-	1,019	0.000%
TOTAL					
745,686,601	100.000%	-	-	745,686,601	100.000%

CONTROLLING SHAREHOLDER / INVESTOR					
Shareholder	CPF/CNPJ shareholder	Nationality-State of Birth	Party to shareholders' agreement	Controlling shareholder	Last change
Breakdown by class of shares (Units)					
Qty. of common shares (Units)	Common shares %	Qty. of preferred shares (Units)	Preferred shares %	Qty. of total shares (Units)	Total shares %
CONTROLLING SHAREHOLDER / INVESTOR					
ENGIE Brasil Participações Ltda. 01.370.013/0001-15					
International Power S.A. 06.132.057/0001-20					
8,360,623,887	Belgian 100.000%	No -	Yes -	8,360,623,887	100.000%
OTHERS					
- - - - -					
Share class	Qty. of shares (Units)	Shares %			
TOTAL	-	-			
TOTAL	8,360,623,887	100.000%	-	8,360,623,887	100.000%

CONTROLLING SHAREHOLDER / INVESTOR					
Shareholder					
CPF/CNPJ shareholder	Nationality-State of Birth	Party to shareholders' agreement	Controlling shareholder	Last change	
Breakdown by class of shares (Units)					
Qty. of common shares (Units)	Common shares %	Qty. of preferred shares (Units)	Preferred shares %	Total qty. of shares (Units)	Total shares %
CONTROLLING SHAREHOLDER / INVESTOR					
International Power S.A. 06.132.057/0001-20					
GDF SUEZ IP Luxembourg SARL					
	Luxembourg	No	Yes	07.15.2011	
186,726,407	100.000%	-	-	186,726,407	100.000%
Share class	Qty. of shares (Units)	Shares %			
TOTAL	-	-	-	-	-
OTHERS					
-	-	-	-	-	-
TOTAL	186,726,407	100.000%	-	186,726,407	100.000%

CONTROLLING SHAREHOLDER / INVESTOR					
Shareholder					
CPF/CNPJ shareholder	Nationality-State of Birth	Party to shareholders' agreement	Controlling shareholder	Last change	
Detailed by share classes (Units)					
Qty. of common shares (Units)	Common shares %	Qty. of preferred shares (Units)	Preferred shares %	Total qty. of shares (Units)	Total shares %
				Share CPF/CNPJ shareholder	capital composition
CONTROLLING SHAREHOLDER / INVESTOR					
GDF SUEZ IP Luxembourg SARL					
International Power (Zebra) Limited					
	Great Britain (United Kingdom, UK)	No	Yes	07.18.2011	
2,500,000	100.000%	-	-	2,500,000	100.000%
Share class	Qty. of shares (Units)	Shares %			
TOTAL	-	-			
OTHERS					
-	-	-			
TOTAL	2,500,000	100.000%	-	-	2,500,000 100.000%

CONTROLLING SHAREHOLDER / INVESTOR					
Shareholder					
CPF/CNPJ shareholder	Nationality-State of Birth	Party to shareholders' agreement	Controlling shareholder	Last change	
Detailed by share classes (Units)					
Qty. of common shares (Units)	Common shares %	Qty. of preferred shares (Units)	Preferred shares %	Total qty. of shares (Units)	Total shares %
				CPF/CNPJ shareholder	Share capital composition
CONTROLLING SHAREHOLDER / INVESTOR					
International Power (Zebra) Limited					
International Power Ltd.					
15,113,818,234	Great Britain (United Kingdom, UK)	No	Yes	02.07.2020	100.000%
15,113,818,234	100.000%	-	-	15,113,818,234	100.000%
Share class	Qty. of shares (Units)	Shares %			
TOTAL					
OTHERS					
14	0.000	-	-	-	0.000
TOTAL					
15,113,818,234	100.000%	-	-	15,113,818,248	100.000%

CONTROLLING SHAREHOLDER / INVESTOR					
Shareholder					
CPF/CNPJ shareholder	Nationality-State of Birth	Party to shareholders' agreement	Controlling shareholder	Last change	
Detailed by share classes (Units)					
Qty. of common shares (Units)	Common shares %	Qty. of preferred shares (Units)	Preferred shares %	Total qty. of shares (Units)	Total shares %
CONTROLLING SHAREHOLDER / INVESTOR					
				CPF/CNPJ shareholder	Share capital composition
International Power Ltd.					
Electrabel S.A.					
	Belgium	No	Yes	06.30.2016	
5,445,194,050	100.000%	-	-	5,445,194,036	100.000%
Share class	Qty. of shares (Units)	Shares %			
TOTAL	-	-			
OTHERS					
	0.000	-	-	14	0.000
TOTAL	-	-			
5,445,194,050	100.000%	-	-	5,445,194,050	100.000%

CONTROLLING SHAREHOLDER / INVESTOR					
Shareholder					
CPF/CNPJ shareholder	Nationality-State of Birth	Party to shareholders' agreement	Controlling shareholder	Last change	
Detailed by share classes (Units)					
Qty. of common shares (Units)	Common shares %	Qty. of preferred shares (Units)	Preferred shares %	Total qty. of shares (Units)	Total shares %
				CPF/CNPJ shareholder	Capital stock composition
CONTROLLING SHAREHOLDER / INVESTOR					
Electrabel S.A.					
ENGIE S.A.					
120,752,485	French	No	Yes	03.28.2014	
	99.130%	-	-	120,752,485	99.130%
Share class	Qty. of shares (Units)	Shares %			
TOTAL					
OTHERS					
1,059,769	0.870%	-	-	1,059,769	0.870%
TOTAL					
121,812,254	100.000%	-	-	121,812,254	100.000%

CONTROLLING SHAREHOLDER / INVESTOR					
Shareholder					
CPF/CNPJ shareholder	Nationality-State of Birth	Party to shareholders' agreement	Controlling shareholder	Last change	
Detailed by share classes (Units)					
Qty. of common shares (Units)	Common shares %	Qty. of preferred shares (Units)	Preferred shares %	Total qty. of shares (Units)	Total shares %
				CPF/CNPJ shareholder	Capital stock composition
CONTROLLING SHAREHOLDER / INVESTOR					
ENGIE S.A.					
.....					
Republic of France					
	French	No	No	01.13.2019	
575,693,307	23.64%	-	-	575,693,307	23.64%
TOTAL					
OTHERS					
1,859,591,704	76.36%	-	-	1,859,591,704	76.36%
.....					
Share class	Qty. of shares (Units)	Shares %			
TOTAL					
TOTAL					
2,435,285,011	100.00%	-	-	2,435,285,011	100.00%

6.3 Capital distribution

Date of last shareholders meeting / Date of last change	4.25.2024
a. Number of individual shareholders (Units)	263,061
b. Number of legal entity shareholders (Units)	7,565
c. Number of institutional investors (Units)	1,094

Outstanding Shares

The shares outstanding correspond to all shares of the issuer, with the exception of those held by the controlling shareholder, by persons connected with it and by the issuer's management, as well as treasury shares.

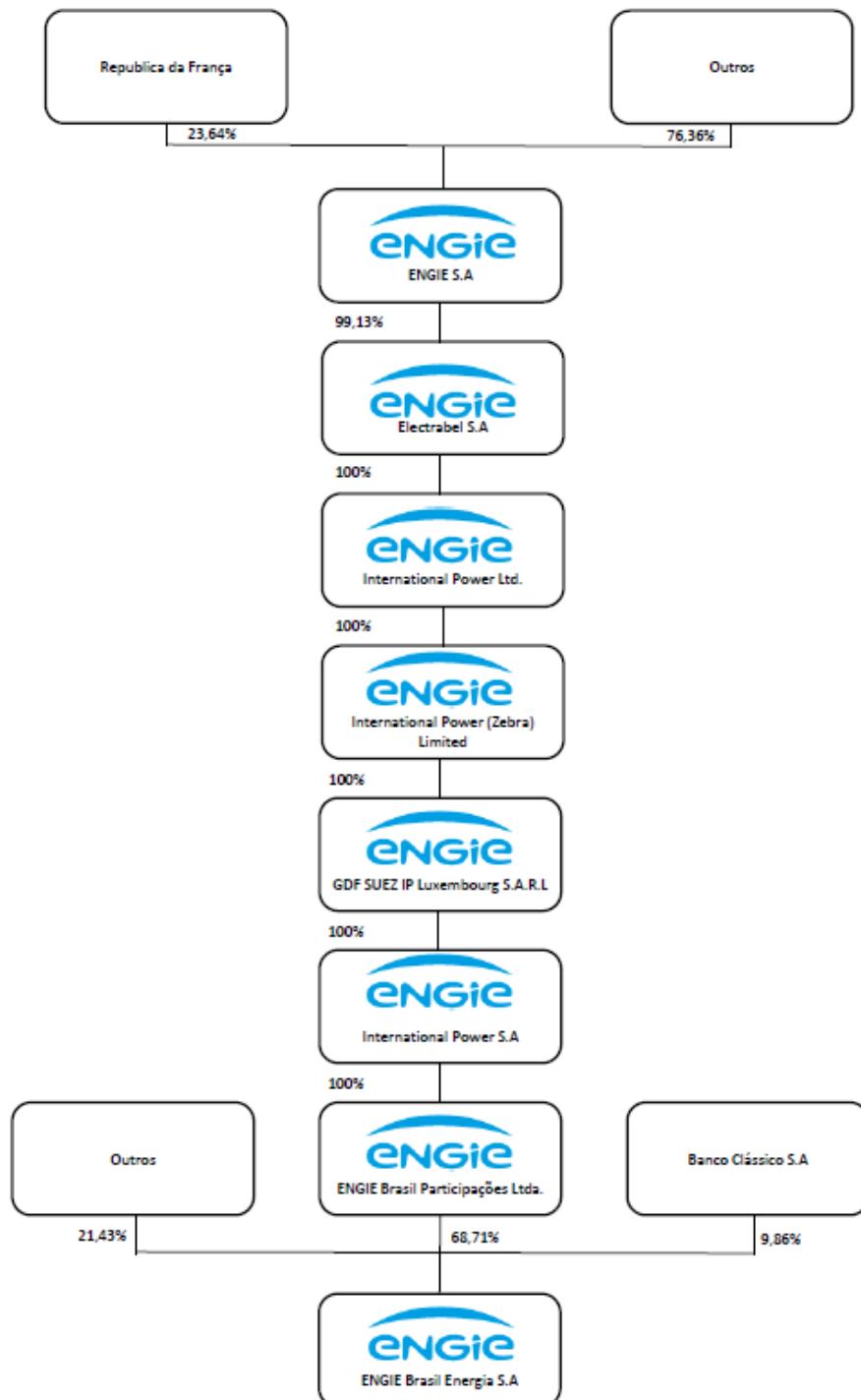
	Amount	%
Number of common shares	255,236,938	<u>31.282</u>
Number of preferred shares	-	-
Total	255,236,938	31.282

6.4 Interests in Companies

Corporate Name	CNPJ	Issuer's stake (%)
COMPANHIA ENERGÉTICA ESTREITO (CEE)	08.976.022/0001-01	99.99
COMPANHIA ENERGÉTICA JAGUARA (JAGUARA)	28.925.264/0001-75	99.99
COMPANHIA ENERGÉTICA MIRANDA (MIRANDA)	28.942.127/0001-49	99.99
ENGIE BRASIL ENERGIA COMERCIALIZADORA LTDA.	04.100.556/0001-00	99.99
ENGIE BRASIL ENERGIAS COMPLEMENTARES PARTICIPAÇÕES LTDA. (ECP)	09.212.990/0001-04	99.99
ENGIE COMERCIALIZADORA VAREJISTA DE ENERGIA LTDA.	26.263.019/0001-14	99.99
ENGIE TRADING COMERCIALIZADORA DE ENERGIA LTDA.	31.635.668/0001-39	99.99
ITÁ ENERGÉTICA SA (ITASA)	01.355.994/0001-21	48.75
LAGES BIOENERGÉTICA LTDA.	05.210.535/0001-00	99.99
TRANSPORTADORA ASSOCIADA DE GÁS S.A.	06.248.349/0001-23	17.50
ENGIE TRANSMISSÃO DE ENERGIA PARTICIPAÇÕES II S.A.	36.207.020/0001-85	99.99
GAVIÃO REAL TRANSMISSORA DE ENERGIA S.A.	44.729.393/0001-44	99.99
ENGIE COMERCIALIZADORA DE GÁS LTDA.	35.920.675/0001-33	99.90

6.5 Organizational chart of shareholders and economic group

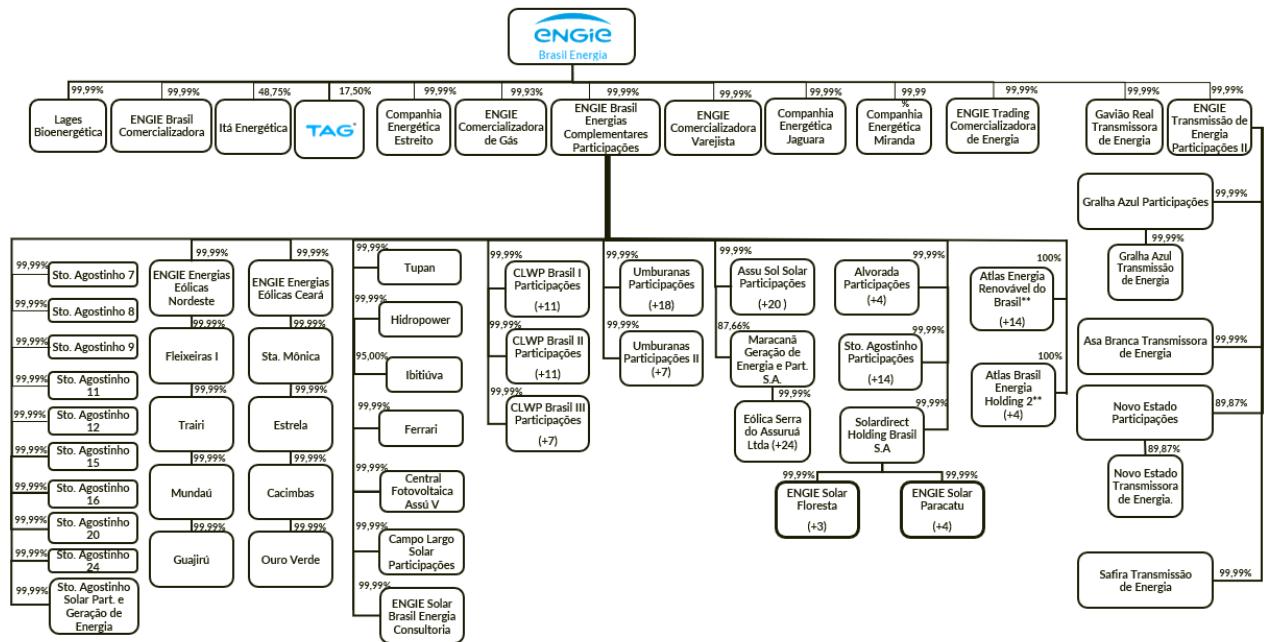
a. All direct and indirect controlling shareholders and, if the issuer so desires, shareholders with a stake of 5% or more in a class or type of shares



b. The Company's main subsidiaries and affiliates

Subsidiaries

Organizational chart (base date: December 31, 2023).



*Considerando a venda de 15,0% do capital social da TAG, detido pela Companhia, operação concluída em 10 de janeiro de 2024, na data deste Formulário de Referência, a Companhia detinha 17,5% de participação societária na referida empresa.

**Empresas tiveram a sua aquisição concluída pela Companhia em 06 de março de 2024.

Affiliates

The Company has no affiliates as of December 31, 2023.

c. Company interests in group companies

The Company does not have any interests in group companies other than those mentioned in item "b".

d. Interests of group companies in the Company

No group companies hold any interest in the Company, other than its controlling shareholder, ENGIE Brasil Participações Ltda.

e. Main companies under common control

Itá Energética S.A. ("Itasa")

Itasa is a company under common control whose purpose is to operate the Itá Hydropower Plant (HPP) in a partnership arrangement through a consortium under a concession granted by the Federal Government through the Aneel for a term of 35 years, starting on December 28, 1995. The shares representing Itasa's capital stock are held by ENGIE Brasil Energia, Companhia Siderúrgica Nacional (CSN) and Companhia de Cimento Itambé, in the rates of 48.75%, 48.75% and 2.50%, respectively.

Transportadora Associada de Gás S.A. (“TAG”)

Additionally, the Company has a 17.5% interest (32.5% by January 10, 2024) in the jointly controlled subsidiary Transportadora Associada de Gás S.A. (TAG), which does business in the natural gas transportation and storage segment in general. TAG has a high-pressure gas pipeline infrastructure measuring approximately 4,500 km in length, with 14 active gas reception points, 11 gas compression facilities (all owned) and 90 delivery points. In 2019, the ENGIE Group, together with CDPQ, signed a purchase and sale agreement between Aliança and Petrobras to acquire control of TAG. After all conditions precedent set out in the agreement were met, the transaction was completed for approximately R\$35 billion. Subsequently, with the aim of meeting the requirements of the financing agreement held by Aliança, the management of Aliança and TAG carried a reverse merger of Aliança into TAG.

6.6 Other relevant information

Table 6.1/6.2 – Shareholding position

The Company highlights that shares in ENGIE S.A. are widely diluted and that it is not aware of any other shareholders, other than the Republic of France, with a stake of more than 5% of the total shares.

Table 6.3 – Outstanding Shares

The members of the Board of Directors, Executive Board and Fiscal Council held 50,011 shares, which were not considered to be outstanding. The value stated is duly updated as of April 30, 2024.

“Golden Share” – Republic of France

The Republic of France does not hold control of ENGIE S.A. However, according to French law, the Republic of France shall retain at least one share in the capital stock of ENGIE S.A., a “Golden Share” which, having originated from the conversion of common share, aims to protect France’s essential interests in the French energy sector and to ensure and safeguard the continuity of energy supply in that country.

The Golden Share was granted to the Republic of France for an indefinite period and gives it the right to veto any decisions taken by ENGIE S.A. or its French subsidiaries that directly or indirectly intends to sell, transfer operations, give as surety, pledge as collateral or change the intended use of certain assets covered by the French energy sector legislation if such transactions could harm France’s interests concerning the continuity and security of energy supply.

The assets covered by the veto right of the Republic of France carried by the Golden Share are the following:

- Natural gas transportation pipelines located in France.
- Assets related to the distribution of natural gas in France.
- Underground natural gas storage located in France.
- Liquefied natural gas facilities located in France.

7.1 Main characteristics of the management bodies and fiscal council

a. Main characteristics of the policies for appointing and filling positions, if any, and, if the issuer publishes them, websites where the documents can be consulted

The Directors, Officers and Committee Members Nomination Policy was approved at a meeting of the Company's Board of Directors held on February 19, 2019 ("Nomination Policy").

Under the Nomination Policy, the nomination of members must comply with the provisions of the Company's Bylaws, the internal regulations of the Board of Directors and, when applicable, of the Committees, the Code of Ethics, and the applicable laws, so as to reflect and consolidate existing structures to protect shareholder and market interests.

Highly qualified professionals with notable experience (technical, professional, academic) and aligned with the Company's values shall be nominated to the Board of Directors, Committees and Executive Board. The Chairman of the Board of Directors is responsible for the nomination process for members of the Board of Directors, its Committees and the Company's Executive Board. This process can be carried out internally or by hiring independent professionals to obtain advice or opinions on the nominees.

The Nomination Policy can be found on the Company's website: (<https://www.engie.com.br/investidores/>), as well as the websites of B3 (www.b3.com.br) and the CVM (www.cvm.gov.br).

b. If there are performance assessment mechanisms, indicating, if so:

(i) The frequency and scope of assessments

The Company has a Performance Assessment Policy for Directors, Officers and Committee Members, as approved at a meeting of the Company's Board of Directors held on February 19, 2019 ("Assessment Policy").

According to the Assessment Policy, members of the Executive Board must be assessed annually by the Chief Executive Officer and the Chairman of the Board of Directors, considering financial and non-financial goals, as well as managerial and behavioral aspects.

The Assessment Policy can be found on the Company's website: (<https://www.engie.com.br/investidores/>), as well as on the websites of B3 (www.b3.com.br) and the CVM (www.cvm.gov.br).

Additionally, under the internal regulations of the Company's Board of Directors, the Board of Directors must be assessed using criteria approved by the Board itself, at regular intervals not to exceed 2 years.

(ii) Methodology and main criteria used for assessments

The Chairman of the Board of Directors is responsible for coordinating the assessment of management members, providing the Board of Directors with information and recommendations. One of the practices involved is the use of internal performance assessment processes involving systems, metrics and behavioral skills.

ENGIE S.A. is responsible for providing guidelines that indicate, with specificity and detail, the competencies expected for each leadership position in the Company, allowing an assessment in line with its expectations.

Executive Board

The Chief Executive Officer and the Executive Board are assessed based on financial and non-financial goals (including health and safety, environmental, social and governance issues), as well as on managerial and behavioral issues, aligned with the Company's values and ethical principles. The Chief Executive Officer is responsible for assessing the other members of the Executive Board, while his own assessment is conducted by the Chairman of the Board of Directors. All results are discussed and approved by the Board of Directors.

This systematic and structured assessment process contributes to achieving strategic goals and fostering the Company's consistent, superior performance. It also allows for the recognition of talents and efforts, rewarding those responsible for results achieved and seizing any improvement opportunities.

Board of Directors

The Board of Directors must be assessed against criteria approved by the Board of Directors themselves. As in previous years, in 2023, the Board of Directors underwent a structured assessment process, as a collective body, which was complemented by an individual self-assessment of each member. All results are discussed and approved by the Board of Directors.

The assessment of the Board of Directors and its members contributes to the effectiveness and continuous improvement of the Company's governance. Through an effective performance assessment of the Board of Directors and its members, the Company can identify the strengths and improvement opportunities of the collective body, as well as each director individually.

Fiscal Council

There is no assessment procedure for the members of the Fiscal Council.

(iii) If external consultancy or advisory services were hired

No external consultancy or advisory services were hired.

c. Conflict of interest identification and management rules

At the 261st meeting of the board of directors, held on August 7, 2024, the Conflict-of-Interest Prevention Policy was approved, having the primary goal of providing guidelines for the prevention, identification and management of any conflict of interest situation that may arise at the Company level, while raising awareness of the issue among employees.

This Policy is applicable to all employees of the Company and third-party companies.

The said Policy has as general principles:

- (a) renounce any personal interests while making any transaction at the Company.
- (b) avoid taking two simultaneous positions that may be conflicting.
- (c) block the susceptibility to act interfered by the family or friends while performing the professional activities.
- (d) refuse to accept gifts and/or hospitality from entities that have or may have any relationship with the Company except those in compliance with the Gifts and Hospitalities procedure.
- (e) identify and avoid any potential conflict of interest even in a situation that currently does not represent a conflict but may represent it due to any change (nomination to a new position, promotion, transference or facts related to private life).
- (f) identify and avoid apparent conflicts where doubts may arise about the way the employee performs his/her professional activities and his/her personal interests. At this phase, there are assumptions or suspicions and a conflict of interest is just a possibility. An analysis of this situation should be done to abolish all doubts about the existence of a real conflict.
- (g) identify and block real conflicts where the independent judgement and impartiality or the loyalty to the Company can not be completely assured due to a personal interest that may influence him/her while performing professional activities.

Furthermore, according to the Conflict-of-Interest Prevention Policy, in the event that an employee is faced with a situation that characterizes a conflict of interest, is necessary:

- to immediately renounce to participate on activities, obligations, discussions, and decisions assigned to him/her that may expose him/her to any conflict of interest situation, including withdrawing from meetings when a conflict is perceived, and declaring such conflict (exceptions may be considered when the conflict has been mitigated through mechanisms provided in the Company's guidelines, such as those applicable to transactions with related parties, as outlined in the Company's policy on the matter).
- someone may request not to apply this Policy in a specific case where the conflict of interest was detected and accepted by the Company.
- to ask for help from their manager or from the Ethics Committee to correctly identify and to objectively analyze the conflicts of interests cases that may appear.

Finally, the Company's Transactions with Related-Party Policy, approved at the 218th meeting of the board of directors, held on April 27, 2021 ("Transactions with Related-Party Policy") sets out the treatment to be given to any situations that may involve conflicts of interest. For more information about the Transactions with Related-Party Policy, see section 11 of this Reference Form.

e. If any specific goals that the issuer may have in relation to diversity of gender, color or race or other attributes among the members of its governance bodies and its fiscal council

The Company aims to increase the participation of women in Management (leadership positions) at the ENGIE Group to 40%. In 2023, the share of women holding such positions was 31.2%, as disclosed in the 2023 Sustainability Report.

f. Role of governance bodies in the assessment, management and supervision of climate-related risks and opportunities

The corporate risk governance structure model in place at the Company, including climate risks, is based on the three-line model propose by the Institute of Internal Auditors (IIA), which directs the responsibilities of: (i) the business teams; (ii) the risk management team; (iii) Internal Audit; and (iv) the Company's senior management (Executive Board and Board of Directors).

In addition, to more efficiently conduct the process of assessing the risks of its business, the Company has its Risk Management Forum, which is tasked with contributing to the identification and analysis of the Company's enterprise risks and opportunities. The general coordination of the Risk Management Forum is provided by the Financial and Investor Relations Officer.

In the enterprise risk analysis process, each identified risk is rated according to its probability of occurring, significance (or severity) and degree of control. From that analysis, a mitigating action plan is developed for each of the risks. Managers in whose scope of responsibilities any risks originate are the "risk owners" and will be responsible for implementing the action plan. As the risk analysis is conducted, any potential opportunities that could be seized are assessed as well.

As a result of the analysis process, an enterprise risk and opportunity matrix is obtained, which is then submitted to the Executive Board for approval and presented to the Statutory Audit Committee, the Board of Directors, and subsequently to the Controlling Shareholder.

It is noteworthy that since 2022, risks and opportunities related to climate change have been considered a priority by the Controlling Shareholder and been an integral part of the Company's risk matrix.

Playing a fundamental part in achieving the commitments assumed by the Group, in 2023, the Company strengthened its Climate Journey—a climate governance program designed to consolidate the climate strategy, risk management, metrics and goals, driving in a structured way actions and targets for the mitigation of and adaptation to climate change. By addressing the mitigation and adaptation plans that are being implemented by the Company and that will continue in the coming years, the Climate Journey represents the new cycle of a successful series of operations decarbonization efforts that culminated in electricity generation exclusively from renewable sources—a milestone reached in 2023, with the sale of the last coal-fired thermoelectric plant that was part of the Company's generation complex.

Ranking among the top 10 groups of risks to be managed by the Company, climate risk requires a comprehensive, cross-sectional assessment methodology. Accordingly, the management process is aligned with the Group's guidelines and involves not only the senior management, but also the Audit Committee, the Corporate Risk Management Forum, the Governance, Risks and Internal Controls Management, the Environment and Climate Management and Investor Relations Management, among other teams.

The assessment and management of climate risks follows the recommendations of Task-Force Climate Financial Disclosure (TCFD), and the management process for those risks contemplates an assessment of physical and transition risks of assets owned by the Company, as well as any impacts on the business or its vicinities, assessing the vulnerability, exposure and resilience of assets in face of major extreme weather events. Based on the identified risks, climate change adaptation plans were put together, providing a set of strategies and actions carried out to manage the impacts and risks associated with climate change, considering projections and multiple possible future scenarios. Accordingly, they support the preparation of the Company to effectively respond to changes in environmental conditions caused by climate change. In 2023, the Company began preparing adaptation plans for each asset, considering risks, causes, consequences and financial impacts of the effects of climate change, among other issues. Throughout 2024, new risks and opportunities will be assessed, including the monetary impact of those considered critical to the Company. Based on that analysis and the proposed plans per asset, the senior management will be able to direct the necessary funds to mitigating and adapting to climate change.

In this context, the chairman of the Board of Directors plays the role of: (i) guiding, in Brazil, the implementation of the global commitments assumed by the Group, aligning policies and practices; and (ii) advising the Executive Board on investments and initiatives that can contribute to the Parent Company's climate action.

We should highlight that, in 2023, the Board of Directors of ENGIE Brasil Energia approved targets and commitments disclosed to the public in connection with the Climate Program Journey, as shown in the image below:

	Management	Mitigation	Adaptation
 Targets	<ul style="list-style-type: none"> ▪ Engage 100% of the main offending suppliers¹⁵ in Scope 3 to set science-aligned targets by 2030. ▪ Conduct two annual training sessions (applicable to employees and/or management and board of directors) on climate change. 	<ul style="list-style-type: none"> ▪ Reduce GHG emissions intensity (scopes 1, 2 and 3) by 30% by 2025 and 56% by 2030¹⁶. ▪ Increase renewable energy generation by 3.8GW by 2030¹⁵. 	<ul style="list-style-type: none"> ▪ Have 100% of the assets¹⁷ covered by climate adaptation plans by 2030.
 Commitments	<ul style="list-style-type: none"> ▪ To control and record GHG emissions throughout the value chain by means of a GHG inventory audited and certified by a third party, as well as its disclosure to society. ▪ Offer its customers products that help reduce their carbon footprint. ▪ Encourage R&D and innovation projects aimed at energy efficiency, climate mitigation and adaptation. ▪ Select and evaluate suppliers based on sustainability criteria. ▪ Contribute to the energy transition by being guided by a fair energy transition. 	<ul style="list-style-type: none"> ▪ Foster opportunities in green hydrogen. ▪ Seek solutions for absorbing, capturing, and removing CO₂. ▪ Maintain the carbon stock by preserving the natural areas under possession, ownership, and concession to the Company. 	<ul style="list-style-type: none"> ▪ Continuously managing climate risks and opportunities, preparing assets to face climate change, assessing vulnerability, and developing adaptation plans. ▪ Develop nature-based solutions projects that support climate mitigation and conservation of the biodiversity. ▪ Supporting positive climate impact solutions in communities.

¹⁵ Main offending suppliers account for 70% of Scope 3 emissions (Categories 1 and 2).¹⁶ Targets considering baseline year 2021 without the CTJL and UTPS thermal power plants included in the calculation.¹⁷ New assets will be eligible two years after entering operation/acquisition.

Furthermore, the Executive Board is responsible for: (i) monitoring the climate risk and its operational, financial, social and environmental impacts; (ii) validating and monitoring mitigation and adaptation plans; and (iii) approving the Enterprise Risk Matrix, which contemplates climate risk and includes an analysis of financial impacts if any risks materialize, as well as action plans for mitigating, adapting for and monitoring these risks.

As part of the adaptation to climate change, officers also coordinate the contracting of operational risk insurance. Annually, both directors and officers approve the Sustainability Report released by the Company, which provides public information on the Company's evolution on climate change, based on global performance indicators and the prospects for progress concerning the Group's non-financial goals and other voluntary commitments made. Reinforcing governance mechanisms, the Sustainability Committee, which is a cross-sectional and multidisciplinary body, advises the senior management on the assessment of climate issues, systematically monitoring the development of the Climate Journey and its results.

Furthermore, the supplier's management team is highly relevant to achieving the goals set by the Company for its Climate Journey. In this context, the Supplier Decarbonization Program was devised with the aim of reducing Greenhouse Gas emissions, as well as engaging 100% of the Company's and its subsidiaries' main suppliers—which correspond to 80% of Scope 3 emissions—in setting decarbonization and mitigation targets by 2030.

7.1D - Description of the main characteristics of the governance bodies and the fiscal council

Number of members by declared gender					
	Female	Mael	Non-binary	Other	Prefer not to respond
Executive Board	1	7	-	-	-
Board of Directors - Members	2	7	-	-	-
Board of Directors - Alternates	3	6	-	-	-
Fiscal Council – Members	-	3	-	-	-
Fiscal Council – Alternates	-	3	-	-	-
Total	6	26	-	-	-

Number of members by declared color or race							
	Yellow	White	Black	Brown	Indigenous	Other	Prefer not to respond
Executive Board	1	7	-	-	-	-	-
Board of Directors - Members	-	9	-	-	-	-	-
Board of Directors - Alternates	-	9	-	-	-	-	-
Fiscal Council - Members	-	2	-	1	-	-	-
Fiscal Council - Alternates	-	3	-	-	-	-	-
Total	1	30	-	1	-	-	-

7.2 Information related to the Board of Directors

a. Permanent bodies and committees reporting to the board of directors

The following bodies and committees report to the Board of Directors:

Statutory Audit Committee

A permanent body, the Statutory Audit Committee has the role of advising the Board of Directors, and its duties include issuing opinions on the hiring and removal of independent audit services, assessing the financial statements, monitoring the activities of internal audit and the Company's internal controls team, assessing and monitoring the Company's risk exposures, and assessing, monitoring and recommending to the Company's management any correction or improvements in the Company's internal policies. It is composed of at least 3 (three) members, all designated by the Board of Directors, at least 1 (one) of whom being an independent board member and 1 (one) having recognized experience in corporate accounting matters. The current Statutory Audit Committee took office on May 14, 2020 for a term of 2 (two) years, having been re-elected for another term of 2 (two) years on May 5, 2022.

The internal regulations of the Company's Statutory Audit Committee were approved at a meeting of the Company's Board of Directors held on December 6, 2019 and can be found on the Company's website (<https://www.Engie.com.br/investidores/>), as well as the websites of B3 (www.b3.com.br) and the CVM (www.cvm.gov.br).

Strategic Committee

The Strategic Committee is the Management's advisory body, tasked with the duties of providing opinions and advising the Board of Directors and the Executive Board on any matters submitted thereto. The Strategic Committee consists of up to 7 (seven) members, who may or may not be Shareholders of the Company, may or may not be resident in Brazil, and may be management team members elected by the Board of Directors.

The Strategic Committee is a permanent, non-executive body that meets periodically whenever Management deems necessary to submit any matter to this body, whose role is to serve Management in an advisory capacity.

Ethics Committee

The Ethics Committee is responsible for (i) disseminating and monitoring the enforcement of policies, codes, procedures and guidelines laying out the commitments to ethical conduct, (ii) conducting ethical practices dissemination, awareness-raising and training actions, (iii) identifying ethical risks and devising action plans to mitigate them, (iv) answering questions and advising on the appropriate conduct, according to the ethical principles laid out, (v) investigating any breaches of ethical principles, conducting procedures to determine their causes, determining disciplinary actions for those in breach, and proposing preventive measures to inhibit such breaches, and (vi) providing information on the activities carried out to the group's ethics and compliance team.

The Internal Regulations of the Company's Ethics Committee were approved at a meeting of the Company's Board of Directors held on June 27, 2023 and can be found on the Company's website: (<https://www.Engie.com.br/investors/>), as well as the websites of B3 (www.b3.com.br) and the CVM (www.cvm.gov.br).

In addition, the Company has an Independent Special Committee on Related-Party Transactions, a non-permanent body.

Sustainability Committee

The Sustainability Committee is responsible for (i) stipulating, together with the Executive Board, corporate sustainability targets and actions, in accordance with the Company's commitment to sustainable development, and acting in conjunction with the executive teams to achieve them, (ii) contributing to the use of the best practices for corporate governance, especially in terms of corporate sustainability, by making suggestions for keeping up the balance of interests of its different stakeholders, (iii) carrying out sensitization programs and awareness campaigns for sustainability concepts and practices targeting internal and external audiences, thereby contributing to the Company's performance as a champion of sustainable development, (iv) contributing to the creation of a proactive system for engaging with social and environmental issues in the communities where the Company operates, reducing its participation in reactive demands, (v) proposing policies to support social and environmental initiatives, prioritizing the interests of the Company and society, (vi) proposing the allocation of funds to actions displaying the brightest prospects for contributing to sustainable development in the regions where the Company operates, as well as increasing the transparency of the actions carried out by the body, (vii) proposing the development of energy generation initiatives based renewable sources, in conjunction with the business development, innovation, research and development teams, (viii) proposing actions to mitigate social and environmental risks in new ventures, in conjunction with the business development and risk and opportunity management teams, and (ix) in conjunction with the Executive Board and the Ethics Committee (formerly known as the Financial Committee), contributing to determining the means whereby employees will disseminate and address suggestions regarding the commitment to the principles of sustainability and ethics.

- The Sustainability Committee contributes to consolidating the Company's image as a transparent and sustainable entity, seeking to reconcile the interests of the different audiences interacting with the Company through actions aimed at environmental and social improvements within the Company's sphere of influence. Among their duties, they promote the concept of sustainable development within the Company and assess requests for social and environmental support.

The Sustainability Committee has its own internal regulations, which are available on the CVM's website (<https://www.gov.br/cvm/pt-br>) and on the Company's Investor Relations website (<https://www.engie.com.br/investidores/>).

Independent Special Committee on Transactions with Related-Party ("Independent Committee")

The Independent Committee is responsible for: (i) negotiating the terms and conditions of transactions with related parties, with freedom and independence, and stipulating the framework and other conditions of any deals to be submitted to the Board of Directors and/or the general meeting; (ii) selecting and deciding, whenever it deems necessary and appropriate, to hire consultancy specializing in technical, legal, financial and accounting matters to advise it on its efforts, referring the hiring to the Company's executive board for execution, and when installing the Independent Committee, the Board of Directors will approve an overall budget for its operation; and (iii) selecting and deciding, whenever a related-party transaction involves the acquisition of an interest in other companies, assets or rights and/or the exchange of interests, by hiring a first-class financial institution for an independent valuation of such assets or rights or determination of exchange ratio, as applicable, referring the hiring to the Company's executive board for execution.

The Independent Committee operates on a non-permanent basis and is installed by the Board of Directors whenever the Company or any entity under control therewith intends to close with a Related Party any transaction, deal, contract or arrangement the approval of which is under the purview of the Company's Board of Directors or General Meeting.

The Independent Committee is exclusively composed by members of the Company's Management, the majority of whom must be Independent Directors, and the remaining Company Officers, all chosen and removable by the Board of Directors, with the Independent Committee having its competence, prerogatives, duties and rules of procedure specified in its own Regulation.

The Independent Committee was installed on two occasions: (i) in 2018, to monitor any transaction agreements between the Company's controlling shareholder ENGIE Brasil Participações Ltda, in partnership with third parties and with the Company's participation in the acquisition of an equity interest in the Transportadora Associada de Gás (TAG), as offered by Petrobras; and (ii) in 2021, to assess a plan to acquire control of the SPEs that own the Paracatu and Floresta solar parks, currently controlled by ENGIE Solar.

Currently the Independent Committee is not installed.

The Independent Committee has its own internal regulations, which are available on the CVM's website (<https://www.gov.br/cvm/pt-br>) and on the Company's Investor Relations website (<https://www.engie.com.br/investidores/>).

b. How the board of directors assess the work done by the independent auditor, indicating whether the issuer has a policy of contracting extra-audit services with the independent auditor and, if the issuer discloses the policy, websites where the documents can be consulted

Although the Company does not have a formal policy on contracting extra-audit services with the independent auditor, it is a responsibility of the Board of Directors, upon approval by the Audit Committee, to choose and remove the independent auditors and approve any other contract to be signed with any company providing independent auditing services.

c. If applicable, channels set up so that critical ESG and compliance issues and practices can be brought to the attention of the board of directors

The Company does not have a channel specifically set up to receive criticism related to ESG issues and practices, but it does have an external channel for whistleblowers or complaints related to ethical issues that is managed by an external company and available 24 (twenty-four) hours a day, 7 (seven) days a week. Access to the channel is via the website <https://www.canalintegro.com.br/engiebrasil> or by calling 0800 580 2586 (calls are free of charge).

The external channel enables any employee, supplier, customer and/or partner to describe, on condition of anonymity for whistleblowers who choose that, the occurrence of any noncompliance or fraud or the existence of inappropriate and unethical conduct that could affect the image and financial results and the work environment of the Company and its subsidiaries.

All reported situations are kept in absolute secrecy, with assurance of non-retaliation. The investigation is carried out confidentially, and ENGIE Brasil Energia's Ethics Committee is the body responsible for investigating complaints.

The Ethics Committee issues quarterly reports to the Statutory Audit Committee and the Board of Directors, providing information on the activities carried out by the Ethics Committee in the period and any ethical incidents reported.

For more information on compliance mechanisms and procedures in place, please refer to section 5.3.

7.3 – Composition and professional experiences of management and fiscal council

Operation of the fiscal council: Permanent

Name:	Anderson Paiva Martins	CPF:	077.424.247-70	Profession:	Accountant	Date of birth:	03/31/1979
Professional experience:	<p>Born on March 31, 1979. He holds a bachelor's degree in Accounting Sciences, graduated in 2016 from Faculdade Presbiteriana Mackenzie Rio, and a Bachelor's degree in Business Administration, graduated in 2013 from Centro Universitário da Cidade. He worked at company Mega Models from 1999 to 2008, where he held the position of Financial Planning Coordinator. From 2008 to 2015 he worked at company Agency Models, where he held the position of Financial Assistant. From 2015 to date he has been an Accountant at Banco Clássico S.A. and Alternate Fiscal Counselor at CEG.</p> <p>He represents that he has not been subject to any: i) criminal conviction; ii) conviction in CVM administrative proceedings; or iii) final and unappealable conviction at the judicial or administrative level that has suspended or disqualified him from engaging in any professional or commercial activity.</p>						
Management Bodies:							
Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office	
Fiscal Council	04/25/2024	AGM 2025	FC (Permanent) - Elected by Minority Shareholders	04/25/2024	No	04/26/2019	

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Antonio Alberto Gouvêa Vieira		CPF:	338.907.227-68	Profession:	Lawyer	Date of birth:	08/31/1955																				
Professional experience:	<p>Born on August 31, 1955, he graduated in Law from Pontifícia Universidade Católica do Rio de Janeiro, and attended graduate studies in Business Administration at the same university. Partner at Gouvêa Vieira Advocacia, and member of the Board of Directors of the following companies: Companhia Vidraria Santa Marina (Saint Gobain), from 1992 to 2003; Alcatel Telecomunicações S.A., from 1990 to 2002; Sociedade Francesa e Brasileira de Ensino - Lycée Moliere from 1995 to 2021; Eternit SA, from 1996 to 2000; Leroy Merlin Cia Brasileira de Bricolagem from 1996 to 2021; Telesp Celular Participações S.A., from 1998 to 2001; and Acsita S.A. (ArcelorMittal Inox Brasil), from 1999 to 2008; member of the Fiscal Council of Companhia de Bebidas das Américas (Ambev), from 2000 to 2001. He was Chairman of the Advisory Council of Banco Calyon Brasil S.A., from 2000 to 2007. Currently, he is a member of the Board of Directors of Boa Esperança S.A., Board of Trustees of Fundação Getúlio Vargas and Board of Directors of the France-Brazil Chamber of Commerce -RJ, where he also holds the position of Vice-President.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.</p> <p>He also represented that he meets all the criteria set out in the Novo Mercado Regulations, as defined in article 16, paragraphs 1 and 2, to qualify as an Independent Director.</p>																											
Management Bodies:																												
<table border="1"> <thead> <tr> <th>Management body</th><th>Election date</th><th>Term of office</th><th colspan="4">Elective position held</th><th>Date of investiture</th><th>Elected by the controlling shareholder</th><th>Start date of first term of office</th></tr> </thead> <tbody> <tr> <td>Board of Directors</td><td>04/25/2024</td><td>AGM 2026</td><td>Independent (Alternate)</td><td>Board</td><td>of</td><td>Directors</td><td>04/25/2024</td><td>Yes</td><td>04/26/2006 (09th AGM)</td></tr> </tbody> </table>									Management body	Election date	Term of office	Elective position held				Date of investiture	Elected by the controlling shareholder	Start date of first term of office	Board of Directors	04/25/2024	AGM 2026	Independent (Alternate)	Board	of	Directors	04/25/2024	Yes	04/26/2006 (09th AGM)
Management body	Election date	Term of office	Elective position held				Date of investiture	Elected by the controlling shareholder	Start date of first term of office																			
Board of Directors	04/25/2024	AGM 2026	Independent (Alternate)	Board	of	Directors	04/25/2024	Yes	04/26/2006 (09th AGM)																			
Convictions:																												
Type of Conviction		Description of Conviction																										
N/A		N/A																										

Name:	Carlos Alberto Vieira	CPF:	288.477.179-49	Profession:	Accountant	Date of birth:	12/23/1954
Professional experience:	<p>Born on 12/23/1954, he is an accountant, graduated from Universidade Federal de Santa Catarina (UFSC) and also holds a degree in Law from Universidade do Sul de Santa Catarina – UNISUL with a graduate degree in Social Security Law from Unicuritiba - Instituição de Ensino Superior em Curitiba - Paraná. He began his career at Eletrosul, in 1977, as an accountant. In 1998, migrated to Gerasul, within the Accounting Department and subsequently in the Tax Planning area, as a Tax Process Analyst. During this period, he was a Class Judge representing employees at TRT 12 - Regional Labor Court of Santa Catarina. He was also a permanent member of the Governing Board of Previg - Sociedade de Previdência Complementar, an entity sponsored by ENGIE Brasil Energia S/A. He was coordinator of the Interunion Association of Engineers, Industrial Technicians, Managers, Economists and Accountants until February 2024.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction, in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Board of Directors (Alternate)	04/25/2024	No	04/25/2024

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Carlos Guerreiro Pinto	CPF:	047.615.457-04	Profession:	Administrator	Date of birth:	06/17/1942
Professional experience:	<p>Born on June 17, 1942, he graduated in Business Administration from Sociedade Unificada de Ensino Superior Augusto Motta (SUAM), (SUAM), and holds a graduate degree in Business Administration from the Institute of Graduate Studies and Research in Administration of Universidade Federal do Rio de Janeiro (COPPEAD), completed a Financial Management Course at the Citibank NA Training Center and is certified in Partnership for Business Development by Fundação Dom Cabral. He was responsible for structuring the Open Market area of Banco Nacional, and was also appointed Officer of the Business Risk Area. Additionally, he served as President of Sinal Corretora de Valores, as Fiscal Officer, appointed by the National Supplementary Health Agency (ANS), the regulatory body of private health plan companies from March/2010 to November/2011, and as an auditor for operators placed under a Special Tax Management regime. He was a Guest Consultant at Fundação Getúlio Vargas, providing management consultancy services at the State Environmental Institute - INEA and SEA - State Department for the Environment of the State of Rio de Janeiro.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction, in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:							
Management body	Election date	Term of office	Elective position held		Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Fiscal Council	04/25/2024	AGM 2025	CF(Permanent)	- Indicated by the controlling shareholder	04/25/2024	Yes	04/14/2009

Convictions:	
Type of Conviction	Description of Conviction
N/A	N/A

Name:	Dirk Achiel Marc Beeuwsaert	Passport:	EP293989	Professional experience:	Born on January 14, 1948, he is a Mechanical and Electrical Engineer graduated from Ghent University (Belgium). He participated in the CEDEP Management Program in Fontainebleau, France. In 1990 he was Head of conventional generation at Electrabel and was appointed to Electrabel Management Committee and as President of the Work Council and Recybel, and officer of several companies. In 2000 he became CEO of Tractebel Electricity & Gas International and member of the Tractebel General Management Committee. In 2003, he was also appointed Executive Vice President of SUEZ. In 2009 he became executive vice president of GDF SUEZ. In 2011 he was appointed President of the International Power Board and in 2013 he also became Advisor to Gérard Mestrallet, President and CEO of GDF SUEZ. In 2013 he became CEO of the European Energy business line. In 2015, he retired from ENGIE and left his position as CEO of Electrabel. Currently, he is a member of the Company's Board of Directors and Strategic Committee; manager of his company Beeuwsaert Management CV and, since 2014, he has also been a board member of Tplus in Russia and, since 2017, vice-president of AMEA Power in Abu Dhabi.	Profession:	Engineer	Date of birth:	01/14/1948
<p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN and SUSEP administrative proceedings, a final and unappealable conviction, in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p> <p>He also represented that he meets all the criteria set out in the Novo Mercado Regulations, as defined in article 16, paragraphs 1 and 2, to qualify as an Independent Director.</p>									
Management Bodies:									
Management body	Election date	Term of office	Elective position held			Date of investiture	Elected by the controlling shareholder	Start date of first term of office	
Board of Directors	04/25/2024	AGM 2026	Board of Directors	-	Independent	04/25/2024	Yes	08/16/2000 (7 th EGM)	
Convictions:									
Type of Conviction	Description of Conviction								
N/A	N/A								

Name:	Eduardo Antonio Gori Sattamini	CPF:	821.111.117-91	Profession:	Economist	Date of birth:	02/08/1965
Professional experience:	<p>Eduardo Sattamini has a degree in Economics from Pontifícia Universidade Católica do Rio de Janeiro, where he also completed a Master's in Business Administration, specializing in Finance. He obtained a Master in Management degree from the University of London where he attended the Sloan Fellowship Master Program at the London Business School. He worked in the naval area, having held various management roles in shipping companies, shipyards and maritime support companies, including Superintendent Officer of Metalnave S.A. and Chief Financial Officer of Indústrias Verolme-Ishibras SA. He started at ENGIE in 2000, where he worked in the management, business development and finance areas. He held the positions of Chief Financial Officer at Energia Sustentável do Brasil, Officer for LATAM at Tractebel Gás Engineering GmbH, Oil and Gas Officer at Leme Engenharia Ltda, Senior Business Development Manager at GDF Suez Internacional, among others. On December 21, 2009, he was elected Chief Financial and Investor Relations Officer of ENGIE Brasil Energia. He is a permanent member of the Board of Directors of Itá Energética SA, Transportadora Aliança de Gás -SA - TAG, and Jirau Hydroelectric Power Plant. He has held the position of Chief Executive Officer of ENGIE Brasil Energia SA since July 2016. At ENGIE Group, he is also Managing Director Brazil for Renewables and FlexGen business units.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN and SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board	05/05/2022	05/04/2025	CEO/Superintendent	05/05/2022	Yes	01/04/2010

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Eduardo Takamori Guiyotoku	CPF:	700.254.101-30	Profession:	Electrical Engineer	Date of birth:	01/30/1979
Professional experience:	<p>Born on January 30, 1979, he graduated in Electrical Engineering from Universidade Federal de Santa Catarina (UFSC), having attended part of his studies at Institut National Polytechnique de Toulouse, in France, with Specialization in Energy Systems from UFSC and an MBA in Business Administration from FGV. He has worked at ENGIE since 2001, holding positions in the areas of Operation Processes, Commercial Planning and Energy Regulation and Market. Between 2013 and 2017 he worked at ENGIE's holding company in the Acquisitions, Mergers and Consulting area. He returned to ENGIE Brasil Energia in 2018 as Regulatory and Market Affairs Manager, where he served for the company on the boards of several sector associations such as ABRACEEL, ABEEOLICA, ABRAJE and ABRATE, having been holding the position of Chief Financial Officer of ENGIE Brasil Energia since June 2023, and Chief Investor Relations Officer since September 2023. We highlight that the information contained in the table in item 7.3 refers to the position of Chief Financial Officer of the Company. Furthermore, accordingly, we present below information regarding the position of Chief Investor Relations Officer: (i) election date: May 4, 2023; (ii) date of investiture: September 1, 2023; (iii) term of office: 3 years (September 1, 2025); and (iv) start date of the first term of office: September 1, 2023.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board	05/04/2023	05/04/2025	Financial and Investor Relations Officer	06/01/2023	Yes	06/01/2023

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Felisa Del Carmen Ros	Passport:	AAG542023	Profession:	Civil Engineer	Date of birth:	07/13/1967							
Professional experience:	<p>Born on July 13, 1967, she is a civil engineer. In 1998 she joined ENGIE Group and in 2002 she became Operation and Maintenance Manager at ENGIE Peru. Between 2007 and 2013, in Mexico, she became Chief Regional Officer of ENGIE in the State of Jalisco and was then promoted to Chief Support Activities Officer at the Corporate Headquarters in Mexico City. In 2013 she became Vice President of Operations for power plants in Mexico, Canada and the United States. In 2016, in Peru, she served as Chief Operations Officer at ENGIE Energia Peru. In 2021, she became Operations Officer for the Asia-Pacific region and then held the position of Vice President of Operation and Implementation of Infrastructure Projects for ENGIE Americas region. In 2022, she was appointed National and Natural Gas Transport and Distribution Operations Officer at ENGIE México. In 2024, she was appointed Regional Officer of Networks for the Americas, which includes Mexico, the United States, Brazil, Peru and Chile.</p> <p>She represents that: (i) she has not been subject, in the last five years, to a criminal conviction, conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified her from engaging in professional or commercial activity; and (ii) she is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>													
Management Bodies:														
Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term office								
Board of Directors	04/25/2024	AGM 2026	Board of Directors (Alternate)	04/25/2024	Yes	04/25/2024								
Convictions:														
Type of Conviction	Description of Conviction													
N/A	N/A													

Name:	Gabriel Mann dos Santos	CPF:	983.371.819-15	Profession:	Engineer	Date of birth:	09/18/1975
Professional experience:	<p>Born on September 18, 1975, he has a degree in Mechanical Engineering from Universidade Federal de Santa Catarina (UFSC) and in Business Administration from Universidade do Estado de Santa Catarina (UDESC), a master's degree in Mechanical Engineering (Thermal Sciences) from UFSC and an MBA in Business Administration from Fundação Dom Cabral, in association with the Kellogg School of Management, USA. He joined Gerasul (now ENGIE Brasil Energia S.A.) in 2001, where he worked in the Business Development department, focusing on new energy generation projects, including renewable ones. Later on, in 2009, he managed the company's Energy Trading department, being responsible for sales and purchases of energy on the free market and for service and relationships with the company's industrial and commercial customers and other market agents. From 2016 to 2018 he was Chief Commercial and Innovation Officer at ENGIE Brasil Participações Ltda., the group's holding company in the country, being responsible for the commercial development of the BtoC (business to consumers), BtoB (business to businesses), BtoT (business to territories and cities) segments, and the company's Innovation activities in the country. In the second half of 2018, he took over the Energy Trade Executive Board at ENGIE Brasil Energia S.A., being responsible for energy sales and trading, market intelligence and marketing activities.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Executive Board	05/05/2022	05/04/2025	Chief Energy Commercialization Officer	05/05/2022	Yes	08/08/2018

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Gil de Methodio Maranhão Neto	CPF:	734.574.937-15	Profession:	Engineer	Date of birth:	01/18/1963
Professional experience:	<p>Born on January 18, 1963, he is a Civil Engineer graduated from Veiga de Almeida and has an MBA in finance from IBMEC. He is a member of the Executive Committee of ENGIE in Brazil, responsible for the Communication, Environment, Corporate Social Responsibility and Carbon areas. He also coordinates these areas in ENGIE's regional hub in South America. He joined ENGIE in 1996, when he started working for Tractebel Energy and Gas International, a company based in Belgium, as the delegated manager for Brazil. He worked in several other activities, such as business development, mergers and acquisitions, innovation, strategy and commercial and institutional relations, in addition to holding seats on boards of ENGIE companies in Brazil. Currently, he is an alternate member of the Board of Directors of ENGIE Brasil Energia. He is also an elected member of the Board of Directors of the International Hydropower Association, a member of the Rio de Janeiro City Council, and an Officer of the Order of King Leopold of Belgium.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						
Management Bodies:							
Management body	Election date	Term of office	Elective position held		Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Board of Directors (Alternate)		04/25/2024	Yes	04/26/2006 (09th AGM)

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Guilherme Slovinski	CPF:	983.378.749-53	Profession:	Engineer	Date of birth:	10/28/1973							
Professional experience:	<p>Born on October 28, 1973, he has a degree in Mechanical Engineering from Universidade Federal de Santa Catarina (UFSC) and a degree in Business Administration from Escola Superior de Administração e Gerência (ESAG)/Universidade do Estado de Santa Catarina (UDESC), MBA in Finance from Instituto Brasileiro de Mercado de Capitais (IBMEC) and an Executive MBA from Fundação Dom Cabral (FDC). In his career, he worked in different areas before joining the Company, having worked as Financial Manager and in consulting services for the ceramics segment. He joined the Company in 2007, as a Business Development Consultant, then became responsible for the New Business Development Department, and currently holds the position of Chief New Business Officer at ENGIE Brasil, in addition to being an officer in several subsidiaries of the Company.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>													
Management Bodies:														
Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office								
Executive Board	05/05/2022	05/04/2025	Chief New Business Officer	05/05/2022	Yes	08/15/2019								
Convictions:														
Type of Conviction		Description of Conviction												
N/A		N/A												

Name:	Gustavo Henrique Labanca Novo	CPF:	000.674.107-07	Profession:	Engineer	Date of birth:	03/05/1968														
Professional experience:	<p>Born on March 5, 1968, he holds a degree in electronic engineering from Universidade Gama Filho with an Executive MBA from COPPEAD (UFRJ) and a graduate degree in Enterprise and Project Valuation from FGV-RJ. He joined ENGIE in 1998. Since June 2019 he has been CEO of TAG, having assumed the role of Head of Brazil Operations for GBU Networks (Global Infrastructure Business Unit) at ENGIE in July 2021. He was Chief Business Development Officer at ENGIE Brasil, responsible for organic (greenfield projects) and inorganic (M&A) growth. Before that, he held the positions of Business Development Manager, Financial Analyst, Senior Financial Manager, VP of Finance and AIFA (Acquisition, Investments and Financial Consulting) and VP of Business Development at ENGIE. Labanca holds a degree in Electronic Engineering from Universidade Gama Filho. He holds a graduate degree in Corporate Finance & Valuation from Fundação Getúlio Vargas (FGV - RJ), in Nuclear Engineering from ABDAN / ABDIB / COPPE from Universidade Federal do Rio de Janeiro (UFRJ) and an Executive MBA from COPPEAD, UFRJ business school.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>																				
Management Bodies:																					
<table border="1"> <thead> <tr> <th>Management body</th><th>Election date</th><th>Term of office</th><th>Elective position held</th><th>Date of investiture</th><th>Elected by the controlling shareholder</th><th>Start date of first term of office</th></tr> </thead> <tbody> <tr> <td>Board of Directors</td><td>04/25/2024</td><td>AGM 2026</td><td>Board of Directors (Alternate)</td><td>04/25/2024</td><td>Yes</td><td>09/09/2019 (34th EGM)</td></tr> </tbody> </table>								Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office	Board of Directors	04/25/2024	AGM 2026	Board of Directors (Alternate)	04/25/2024	Yes	09/09/2019 (34 th EGM)
Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office															
Board of Directors	04/25/2024	AGM 2026	Board of Directors (Alternate)	04/25/2024	Yes	09/09/2019 (34 th EGM)															
Convictions:																					
Type of Conviction		Description of Conviction																			
N/A		N/A																			

Name:	Jorge Miguel de Bessa Menezes	CPF:	837.714.927-34	Profession:	Accountant	Date of birth:	01/24/1966
Professional experience:	<p>Born on January 24, 1966, he graduated in Accounting Sciences from Cândido Mendes, with an MBA (Master in Business Administration) in the controllership and finance area, and Systems Analyst (PUC-RJ). He worked at Retiro Baixo Energética S.A. (Cemig/Furnas) as Chief Executive Officer and at Walter Heuer Auditores Independentes he held the position of manager of the audit area. Currently he is an internal auditor at Banco Clássico S.A.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Fiscal Council	04/25/2024	AGM 2025	FC (Alternate for Anderson Paiva Martins) - Appointed by Minority Shareholders	04/25/2024	No	04/26/2023

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	José Luiz Jansson Laydner	CPF:	481.767.029-00	Profession:	Engineer	Date of birth:	02/10/1961
Professional experience:	<p>Born on February 10, 1961, he is a Mechanical Engineer graduated from Universidade Federal de Santa Catarina (UFSC), with an MBA in Business Management from Fundação Dom Cabral (MG), Post-MBA at Kellogg Scholl of Management jointly with Fundação Dom Cabral and the General Management Program at the European Center for Continuing Education (CEDEP/INSEAD), in Fontainebleau, France. He began his activities at Eletrosul in 1984 as responsible for the mechanical maintenance sector at the Alegrete Thermoelectric Power Plant and since then, he has held various positions at that Company. In 1999, he became Manager of the William Arjona and Jorge Lacerda A. Thermoelectric Plants. In June 2003, he assumed the position of Thermal Generation Manager, responsible for the Company's Thermoelectric Plants. In November 2008, he was elected for the position of Chief Commercialization and Business Officer of the Company and later on Chief Commercialization Officer, a position he held until October 2011. From November 2011 to May 09, 2016 he held the position of Chief Development and Implementation Officer of the Company's Projects. On May 9, 2016, he assumed the position of Chief Generation Officer and, on January 20, 2021, he became the Company's Chief Operation Officer, a position he still holds today. He also serves as Officer of some Special Purpose Companies controlled by the Company.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Executive Board	05/05/2022	05/04/2025	Chief Operation Officer	05/05/2022	Yes	11/07/2008

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Karin Koogan Breitman	CPF:	375.914.877-87	Profession:	Engineer	Date of birth:	04/18/1969
Professional experience:	<p>Born on April 18, 1969, she graduated in Electrical Engineering from Universidade do Estado do Rio de Janeiro, Master in Software Engineering from Universidade Federal do Rio de Janeiro and PhD in Computer Science from Pontifícia Universidade Católica do Rio de Janeiro (PUC). Throughout her career, she was a professor of Computer Science at PUC-Rio, where she led joint projects with NASA, HP, IBM and Microsoft. Later on, she joined EMC and served as chief scientist at the R&D center for a four-year period. Author of more than one hundred books, scientific articles and patents (Microsoft and Dell-EMC). She coordinates the Presidential Task Force in Globalization of the Association for Computing Machinery and has worked as a specialist at the European Commission and the Ministry of Science, Technology and Innovation in Brazil. She is a member of the Brazilian Computing Society, ACM and IEEE and she currently serves on the Technical Advisory Board of the Research Data Alliance and COPPEAD. She was also an Officer at Rio Tinto.</p> <p>She represents that: (i) she has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified her from engaging in any professional or commercial activity; and (ii) she is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p> <p>She also represented that she meets all the criteria set out in the Novo Mercado Regulations, as defined in article 16, paragraphs 1 and 2, to qualify as an Independent Director.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held		Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Board of Directors	(Member)	-	Independent	04/25/2024 Yes 04/11/2018 (21th AGM)

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Luciana Moura Nabarrete	CPF:	132.089.078-42	Profession:	Systems Analyst	Date of birth:	12/25/1972
Professional experience:	<p>Born on December 25, 1972, she is a Systems Analyst, with a degree in Data Processing from Universidade Presbiteriana Mackenzie (Mackenzie/SP), an MBA in Project Management from Fundação Getúlio Vargas (FGV) and Executive MBA from Fundação Dom Cabral (FDC). She joined the Company in 2005, as coordinator of IT Infrastructure and was then responsible for managing Information Technology and Digitalization, in addition to being responsible for Information Technology at ENGIE Brasil as a whole. Throughout her career, she developed her activities in various positions related to Information Technology and Projects, working as a specialist in IT infrastructure, coordinating multifunctional matrix teams and managing large projects, both in multinational companies in São Paulo and in consulting services for the main companies in the state of Santa Catarina. Currently she is the Chief People, Processes and Sustainability Officer at ENGIE Brasil.</p> <p>She represents that: (i) she has not been subject, in the last five years, to a criminal conviction, conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified her from engaging in any professional or commercial activity; and (ii) she is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Executive Board	05/05/2022	05/04/2025	Chief People, Processes and Sustainability Officer	05/05/2022	Yes	11/1/2020

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Manoel Arlindo Zaroni Torres	CPF:	115.116.056-34	Profession:	Engineer	Date of birth:	12/18/1949
Professional experience:	<p>Born on December 18, 1949, he is an Electrical Engineer graduated from Escola Federal de Engenharia de Itajubá (MG) and Specialist in General Management from CEDEP, associated with INSEAD, in Fontainebleau, France. In 2015, he participated in the "Leading from the Chair" program – INSEAD – France. From 1973 to 1998, he worked at Furnas Centrais Elétricas S.A. (Furnas), and in 1998, he joined the executive board of ENGIE Brasil Energia S.A., when he served as Chief Operations Officer. From 1999 to 2016 he served as Chief Executive Officer of the Company and of some Special Purpose Entities (SPE) controlled by the Company. He was a member of the Board of Directors of Itá Energética S.A. and Eternit; chairman of the Plenary Board of Machadinho Consortium Management Committee; and member of the Superior Board for Strategy Formulation of the Federation of Industries of the State of Santa Catarina – FIESC. Currently, he is a member of the Board of Directors of the Company and of Energia Sustentável do Brasil.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p> <p>He also represented that he meets all the criteria set out in the Novo Mercado Regulations, as defined in article 16, paragraphs 1 and 2, to qualify as an Independent Director.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held		Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Board of Directors	- Independent (Alternate)	04/25/2024	Yes	09/29/1998 (3 rd EGM)

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Manoel Eduardo Bouzan de Almeida	CPF:	269.006.377-87	Profession:	Accountant	Date of birth:	04/03/1952
Professional experience:	<p>Born on April 03, 1952, he holds a Bachelor's degree in Accounting Sciences, graduated in 1978 from Faculdades Integradas Simonsen, in Rio de Janeiro. He worked in the industry from 1969 to June 1995, performing various administrative functions, reaching the position of administrative and accounting manager. In the second half of 1995, he was invited to work as an accountant in the Serra da Mesa energy project, owned by company Serra da Mesa S.A., remaining there until June 1998, when he transferred to ENGIE Group to work at the holding company as an accountant, where he remained until his retirement at the end of June 2011.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Fiscal Council	04/25/2024	AGM 2025	CF (Alternate for Waltamir Barreiros) - Elected by the controlling shareholder	04/25/2024	Yes	04/26/2006

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Manoel Eduardo Lima Lopes	CPF:	046.227.237-00	Profession:	Accountant	Date of birth:	07/07/1943
Professional experience:	<p>Born on July 07, 1943, he graduated in Accounting Sciences and Law from Universidade do Estado do Rio de Janeiro. He was a General Auditor and Accounting and Control Superintendent at Banco do Estado do Rio de Janeiro S.A. (BANERJ), consultant and officer at Banco Clássico S.A. and Control Manager at IRB – Brasil Resseguros S.A. He was a member of the Company's Fiscal Council until April 2020. Currently he is an officer at Banco Clássico S.A. and a permanent member of the Board of Directors of Companhia do Gás do Rio de Janeiro. He has been a member of the Statutory Audit Committee of ENGIE Brasil Energia S.A. since May 2020.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p> <p>He also represented that he meets all the criteria set out in the Novo Mercado Regulations, as defined in article 16, paragraphs 1 and 2, to qualify as an Independent Director.</p>						

Management Bodies:						
Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Board of Directors - Independent (Member)	04/25/2024	No	07/17/2020 (36 th EGM)

Convictions:	
Type of Conviction	Description of Conviction
N/A	N/A

Name:	Marcos Keller Amboni	CPF:	910.214.729-72	Profession:	Engineer	Date of birth:	11/20/1974
Professional experience:	<p>Born on November 20, 1974, he is an Electrical Engineer, graduated and holding a Master's degree from Universidade Federal de Santa Catarina (UFSC), he holds an MBA in Business Management from Fundação Getúlio Vargas (FGV) and Fundação Dom Cabral (FDC). At the Company, he worked from 2005 to 2011 in the Commercial Planning area. In 2011, he assumed the Regulation and Market Department, a role he held until 2017, when he assumed the position of Trading Manager at EBE. From 2019 onwards, he took over the Company's Regulation and Market Department. Previously, he had developed activities within the sector, having started his career at the National Electric System Operator (ONS).</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any engaging in professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Executive Board	05/05/2022	05/04/2025	Chief Regulation and Market Officer	05/05/2022	Yes	10/01/2019

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Maurício Stolle Bähr	CPF:	748.528.847-49	Profession:	Engineer	Date of birth:	09/17/1957
Professional experience:	<p>Born on September 17, 1957, he graduated in Mechanical Engineering from Universidade Gama Filho (RJ) and in Systems Analysis from Pontifícia Universidade Católica do Rio de Janeiro. He completed an MBA from COPPEAD – Universidade Federal do Rio de Janeiro (UFRJ), and Corporate Finance from the University of Berkeley, in the United States of America (USA). He was Chief Financial Officer of Serra da Mesa Energia S.A. and Chief Financial Officer of Nacional Energética S.A. He is currently responsible for the renewable energy area of ENGIE in Latin America, CEO of ENGIE Group in Brazil and Chairman of the Board of Directors of Energia Sustentável do Brasil S.A.</p> <p>He represented that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Chairman of the Board of Directors	04/25/2024	Yes	09/29/1998 (3 rd EGM)

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Paulo de Resende Salgado	CPF:	161.008.917-00	Profession:	Economist	Date of birth:	07/02/1945
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Professional experience:	Born on July 02, 1945, he holds a degree in Economic Sciences from Universidade Cândido Mendes of Rio de Janeiro, a graduate degree from Fundação Getúlio Vargas (FGV) in Financial Executive, an MBA in Management Development Program and Capital Market FGV-AID-EUA. He was Vice-President of Citibank, Investment Superintendent at Banco Econômico de Investimentos S.A., Chief Underwriting and Privatization Officer at Banco Nacional S.A., where he participated in the privatization project of Light and Companhia Siderúrgica Nacional (CSN). He also served as Officer of Nacional Energética S.A. and IVEN S.A., and as Chief Financial Officer of Nacional Energética S.A.; as Economic Consultant for Agenda Corretora de Câmbio e Valores Mobiliários Ltda.; and as a member of the Company's Fiscal Council. He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21. He also represented that he meets all the criteria set out in the Novo Mercado Regulations, as defined in article 16, paragraphs 1 and 2, to qualify as an Independent Director.
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Management Bodies:							
Management body	Election date	Term of office	Elective position held		Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Board of Directors	-	Independent	04/25/2024	Yes 04/11/2018 (21 st AGM)

Convictions:	
Type of Conviction	Description of Conviction
N/A	N/A

Name:	Paulo Henrique Muller		CPF:	021.900.269-03	Profession:	Engineer		Date of birth:	04/15/1977
Professional experience:	<p>Born on April 15, 1977, he holds a degree in Civil Engineer from Universidade Federal de Santa Catarina (UFSC) and an MBA in Finance, Controllership, and Audit from Fundação Getúlio Vargas (FGV). He began his career at the ENGIE group in 2000 as a trainee and remained with the company until 2003, contributing to the Implementation Project of Cana Brava Hydroelectric Plant and in the Project Planning and Logistics area. After working on large hydroelectric plant projects in several players in Brazil, he returned to the Group in 2016 as Contracts and Planning Manager of the Pampa Sul Project. In 2019 he became Operations Director of ENGIE Soluções, responsible for distributed generation businesses in Brazil. In 2021, he joined the Company's team as Gralha Azul Project Manager and, at the beginning of 2022, he assumed the same position for the Novo Estado Project. Since the beginning of 2023, he has been the Project Manager of the Assuruá Project, with full commercial operation scheduled for mid-2025. He also works as Director of some Special Purpose Entities controlled by the Company, assuming the position of Director of Implementation of the Company in October 2024.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction at the judicial level, or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>								

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Executive Board	10/01/2024	05/04/2025	Chief Implementation Officer	10/01/2024	Yes	10/01/2024

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Paulo Jorge Tavares Almirante		Passport:	C621425 Portugal	Profession:	Engineer	Date of birth:	08/24/1964
Professional experience:	<p>Born on August 24, 1964, he is an engineer with a Master's degree in Mechanical Engineering from Universidade Técnica de Lisboa, a degree in Management Studies from Universidade Católica de Lisboa and participated in the London Business School's global leadership development program. He has more than 25 years of experience in the electric power and gas industries. From 2005 to 2013, he was officer at an international PLC in the Iberian region, responsible for the executive management of businesses in Portugal and Spain; from 2013 until the beginning of 2016, he was CEO of Trustenergy, responsible for the executive management of ENGIE Europa's business in Portugal, and CEO of Portgás, a concessionaire for the implementation of a natural gas network in 29 Portuguese municipalities; from 2016 to 2018, he was CEO of Business Unit Generation Europe and from 2018 to 2021 he was the Group's Chief Operations Officer. Currently he is Senior Executive Vice President in charge of renewable activities – Energy & Nuclear Management at ENGIE. Furthermore, he was a member of Portugal's energy regulatory advisory committee and is vice-president of the Portuguese electricity industry association.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>							
Management Bodies:								
Management body	Election date	Term of office	Elective position held		Date of investiture	Elected by the controlling shareholder	Start date of first term of office	
Board of Directors	04/25/2024	AGM 2026	Board of Directors (Member)		04/25/2024	Yes	07/14/2016 (31 st EGM)	
Convictions:								
Type of Conviction	Description of Conviction							
N/A	N/A							

Name:	Pierre Auguste Gratien Leblanc	Passport:	17EF48639 France	Professional experience:	Manager	Date of birth:	08/06/1967
<p>Born on August 06, 1967, he is an administrator graduated from Bordeaux Business Management, France. In 1991 he was an Auditor at KPMG. From 1995 onwards he held some positions at CARGILL and in 1999 he became Chief Financial Officer. In 2004 he was head of internal audit at GAZ DE FRANCE. In 2008 he held several positions at GDF SUEZ and in 2012 he assumed the position of Vice President of performance and information technology. In 2014 he joined ENGIE B2C and was Chief Financial Officer and Head of B2C. In 2016 he moved to GBS and served as Global Head of Finance at GBS. Currently, he holds the position as Chief Financial Officer of ENGIE Brasil Participações Ltda., and alternate member of the Company's Board of Directors.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level of a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>							

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Board of Directors (Alternate)	02/25/2025	Yes	02/25/2025

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Pierre Jean Bernard Guillot	Passport:	12CE76848 France	Profession:	Engineer	Date of birth:	04/21/1968
Professional experience:	<p>Born on April 21, 1968, he graduated in Public Services from Sciences Po Paris. He began his career as an Auditor at KPMG. He joined ENGIE in 1997, where from 2004 to 2012 he served as Head of Accounting at ENGIE SA. In 2013, he became Chief Financial Officer of the international energy division of ENGIE S.A. and became the Group's Deputy Chief Financial Officer in 2016. In July 2021, he was appointed Chief Financial Officer of ENGIE's Global Renewables Business Unit. He is also a member of the Board of GTT, a French listed entity, and Chairman of the Audit Committee of ENGIE Global Market SAS.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p> <p>He represented that he had not been subject to any: i) criminal conviction; ii) conviction in CVM administrative proceedings; or iii) final and unappealable conviction at the judicial or administrative level that has suspended or disqualified him from engaging in any professional or commercial activity.</p>						

Management Bodies:						
Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Board of Directors (Member)	04/25/2024	Yes	04/14/2016 (19 th AGM)

Convictions:	
Type of Conviction	Description of Conviction
N/A	N/A

Name:	Raquel da Fonseca Cantarino	CPF:	025.407.357-38	Profession:	Manager	Date of birth:	10/16/1972
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Professional experience: Born on October 16, 1972, she graduated in Law from Universidade Estácio de Sá and in Business Administration from Bennett University, with a Graduate Degree in Financial Management from FGV. From 1991 to 1997 she was an O&M Analyst at Federal de Seguros S.A. She is currently Vice-President of Banco Clássico S.A., responsible for monitoring and controlling the financial operations of buying and selling securities, fixed income, stock exchange and investment funds, complying with the operational policy established by the CEO. She represents that: (i) she has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified her from engaging in any professional or commercial activity; and (ii) she is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21. She also represented that she meets all the criteria set out in the Novo Mercado Regulations, as defined in article 16, paragraphs 1 and 2, to qualify as an Independent Director.

Management Bodies:

Management body	Election date	Term of office	Elective position held		Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Board of Directors	(Alternate)	- Independent	04/25/2024	No 09/09/2019 (34 th EGM)

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:

Rubens José Nascimento

CPF:

564.610.629-04

Profession:

Engineer

Date of birth:

12/11/1963

Professional experience: Born on December 11, 1963, he holds a degree in Electrical Engineering from Universidade Federal de Santa Catarina (UFSC), an MBA in Business Management from Fundação Getúlio Vargas (FGV) and a graduate degree in Quality and Productivity Management from Universidade do Sul de Santa Catarina (UNISUL). He began his career at Eletrosul, in 1987, as a Power Plant Maintenance engineer. In 1998, with the migration to Gerasul, he joined the Operations and Maintenance Department team. In 2000, he began coordinating Systems maintenance actions, with nationwide work. In 2011, he became Manager of the Systems Maintenance Area at Tractebel Energia. He was a permanent member of the Deliberative Council of Previg Sociedade de Previdência Complementar, an entity sponsored by ENGIE Brasil Energia. He is currently Manager of the Systems Asset Maintenance Engineering Organizational Unit at ENGIE Brasil Energia. Between 2020 and 2022 he was an alternate member of EBE Board of Directors, being reappointed for the 2022/2024 biennium. He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Board of Directors (Member)	04/25/2024	Yes	04/28/2020 (23 rd AGM)

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Sophie Brigitte Sylviane Angrand Quarré De Verneuil	Passport:	21EC15602 France	Profession:	Geographer	Date of birth:	05/29/1980
Professional experience:	<p>Born on May 29, 1980, she is a geographer and began her career in 2004 as a management consultant at Capgemini Consulting, in charge of HR transformation projects for large groups such as BP, the French naval group DCN and the French Ministry of Defense. She joined the Group in 2008 as Head of HR Planning. After contributing for five years to the transformation of BtoC activities in France, mainly as Chief Customer Service Officer, she returned to the HR line in 2019, combining the responsibilities of Chief Human Resources and Communication Officer for BU France Networks. In January 2020, she joined ENGIE Solutions as Chief Transformation Officer, also responsible for strategy and communication. In 2021, she was appointed Chief Human Resources, Communications and Health and Safety Officer for GBU Networks, and in May 2023, she assumed her current position as HR VP for South America and Head of HR in Brazil. She represents that: (i) she has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level of a final administrative decision that has suspended or disqualified her from engaging in any professional or commercial activity; and (ii) she is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Board of Directors (Member)	09/12/2024	Yes	09/12/2024

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Sylvie Marie Vicente ep. Credot	Passport:	21CK23382 Italy	Profession:	Lawyer	Date of birth:	11/16/1976
Professional experience:	<p>Born on November 16, 1976, she graduated in Law and passed the equivalent Brazilian Bar Examination in Paris in 2003. From 2013 to 2018, she was General Director and Chief Ethics Officer, Corporate Secretary and Chief HR Officer at Storengy, a company responsible for Underground Gas Storage of ENGIE Group. From 2018 to July 2021, she was General Director and Chief Ethics Officer at ENGIE GBS Legal. She is currently General Counsel and Chief Ethics Officer of ENGIE Group's Global Renewables Business Unit.</p> <p>She represents that: (i) she has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level of a final administrative decision that has suspended or disqualified her from engaging in any professional or commercial activity; and (ii) she is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						
Management Bodies:							
Management body	Election date	Term of office	Elective position held		Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Board of Directors	04/25/2024	AGM 2026	Board of Directors (Alternate)		04/25/2024	Yes	09/23/2021 (38 th EGM)
Convictions:							
Type of Conviction	Description of Conviction						
N/A	N/A						

Name:	Vespasiano Pinto Salerno	CPF:	552.435.097-87	Profession:	Accountant	Date of birth:	01/25/1960
Professional experience:	<p>Born on January 25, 1960. Graduated in Accounting Sciences from Universidade Gama Filho, with a Graduate Degree in Foreign Trade from Fundação de Comércio Exterior, with professional continuing education courses at Ibmec, FGV, ESAD, FEBRABAN and KPMG (BNSA Training Center). She specialized in financial, operational, and accounting valuation, Credit Risks Analysis and Audit and Valuation of companies in businesses that involve funding in different markets, for operational investments, capitalization or monetization or cash coverage.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Fiscal Council	04/25/2024	AGM 2025	CF (Alternate for Carlos Guerreiro Pinto) – Elected by the controlling shareholder	04/25/2024	Yes	04/28/2020

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Waltamir Barreiros	CPF:	242.690.507-72	Profession:	Accountant	Date of birth:	08/04/1953
Professional experience:	<p>Born on August 4, 1953, he holds a degree in Accounting Sciences from Universidade Federal de Santa Catarina (UFSC) and a graduate degree in Auditing from UFSC. He is also chairman of the Brazilian Sustainable Energy Fiscal Council (ESBR), since May 2008, he has been a member of Santa Catarina Academy of Accounting Sciences, of which he was Chief Financial Officer and Chief Equity Officer. He worked at Eletrosul – the company that gave rise to Gerasul in 1997, currently ENGIE Brasil Energia – from March 1975 to December 1997, in various positions in the accounting/tax area and as Accounting Department Manager. He was Accounting Department Manager at ENGIE Brasil Energia from December 1997 to May 2005, and Tax Governance Department Manager from May 2005 to April 2014. He was a professor in the Accounting Sciences Department at Universidade Federal de Santa Catarina (UFSC), on a 20-hour basis, from August 1985 to February 2015. He was a member of the Administrative Council for Tax Appeals (CARF), from September 2015 to August 2016, member of the Chamber of Tax and Legislative Affairs of the Federation of Industries of the State of Santa Catarina (FIESC), and permanent member of the Fiscal Council of the Eletrosul Foundation for Social Security and Assistance (ELOS), the Electric Energy Research Center (Cepel) and the Brazilian Association of Energy Concessionaires (ABCE).</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Management Bodies:

Management body	Election date	Term of office	Elective position held	Date of investiture	Elected by the controlling shareholder	Start date of first term of office
Fiscal Council	04/25/2024	AGM 2025	President of the Fiscal Council (Member) - Elected by the controlling shareholder	04/25/2024	Yes	04/11/2018

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

7.4 – Composition of committees

Name:	Carla Carvalho de Carvalho	CPF:	863.499.377-91	Profession:	Lawyer	Date of birth:	12/18/1965
Professional experience:	<p>Born on December 18, 1965, she is a Lawyer, graduated from Universidade Federal Fluminense – UFF. Graduate degree in Tax Law from Universidade Estácio de Sá; Executive MBA from COPPEAD-UFRJ and Graduate degree in Civil Law from Escola Superior de Advocacia da OAB/RJ. She was an advisor to the Financial Market, Capital Market and Corporate Finance Areas of Banco Nacional S.A.; advisor to the Controllership of Banco Boa Vista; legal advisor to Serra da Mesa Energia S.A. in the implementation of Serra da Mesa HPP; Legal Superintendent of GDF Suez Energy Brasil Ltda. and a member of the Environment Committee of France-Brazil Chamber. She has been a member of the Audit Committee of ENGIE Brasil Energia S.A. since May 2020, and was re-elected as a member of the Audit Committee in May 2022 and May 2024.</p> <p>She represents that: (i) she has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN and SUSEP administrative proceedings, a final and unappealable conviction in the judicial level OR a final administrative decision that has suspended or disqualified her from engaging in any professional or commercial activity; and (ii) she is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Committees:								
Committee type	Audit type	Position held	Date of investiture	Term of office	Description of another position/function	Election date	Elected by the controlling shareholder	Start date of first term of office
Audit Committee	Statutory Audit Committee adhering to CVM Resolution No. 23/21	Committee Member (Permanent)	05/07/2024	05/06/2026	N/A	05/07/2024	Yes	05/14/2020

Convictions:	
Type of Conviction	Description of Conviction
N/A	N/A

Name:	Dirk Achiel Marc Beeuwsaert	Passport:	EP293989 Belgium	Profession:	Engineer	Date of birth:	01/14/1948	
Professional experience:	<p>Born on January 14, 1948, he is a Mechanical and Electrical Engineer graduated from Ghent University (Belgium). He participated in the CEDEP Management Program in Fontainebleau, France. In 1990 he was Head of conventional generation at Electrabel and was appointed to the Electrabel Management Committee and as Chairman of the Recybel Work Board, in addition to being an officer at several companies. In 2000 he became CEO of Tractebel Electricity & Gas International and a member of Tractebel General Management Committee. In 2003, he was also appointed Executive Vice President of SUEZ. In 2009 he became executive vice president of GDF SUEZ. In 2011 he was appointed Chairman of the International Power Board and in 2013 he also became Advisor to Gérard Mestrallet, President and CEO of GDF SUEZ. In 2013, he became CEO of the European Energy business line. In 2015, he retired from ENGIE and left his position as CEO of Electrabel. He is currently a member of the Company's Board of Directors and Strategic Committee; manager of his company Beeuwsaert Management CV and, since 2014, he has also been a member of the board of Tplus in Russia and, since 2017, vice-chairman of the AMEA investment committee in Abu Dhabi.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p> <p>He also represents that he meets all the criteria set out in the Novo Mercado Regulations, as defined in article 16, paragraphs 1 and 2, to qualify as an Independent Director.</p>							
Committees:								
Committee type	Audit type	Position held	Date of investiture	Term of office	Description of another position/function	Election date	Elected by the controlling shareholder	Start date of first term of office
Other Committees		Committee Member (Permanent)	03/15/2001	Indefinite	Strategic Committee	03/15/2001	Yes	03/15/2001

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Eduardo Antonio Gori Sattamini	CPF:	821.111.117-91	Profession:	Economist	Date of birth:	02/08/1965
Professional experience:	<p>Eduardo Sattamini holds a degree in Economics from Pontifícia Universidade Católica do Rio de Janeiro where he also completed a Master's degree in Business Administration, specializing in Finance. He obtained a Master's Degree in Management from the University of London where he attended the Sloan Fellowship Master Programme. He worked in the naval area, having held various management positions in shipping companies, shipyards and maritime support companies, including Superintendent Director of Metalnave S.A. and Chief Financial Officer of Indústrias Verolme-Ishibras SA. He joined ENGIE in 2000, where he worked in the management, development of business, and finance areas. He held the positions of Chief Financial Officer at Energia Sustentável do Brasil, Director for LATAM at Tractebel Gás Engineering GmbH, Chief Oil and Gas Officer at Leme Engenharia Ltda, Senior Business Development Manager at GDF Suez Internacional, among others. On December 21, 2009, he was elected Chief Financial and Investor Relations Officer of ENGIE Brasil Energia. He is a permanent member of the Board of Directors of Itá Energética S.A., Transportadora Associada de Gás S.A. – TAG, and Energia Sustentável do Brasil S.A. He has held the position of Chief Executive Officer of ENGIE Brasil Energia S.A. since July 2016.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>						

Committees:								
Committee type	Audit type	Position held	Date of investiture	Term of office	Description of another position/function	Election date	Elected by the controlling shareholder	Start date of first term of office
Other committees		Strategic Committee Coordinator	09.12.2016	Indefinite	Chief Executive Officer responsible for Internal Audit area.	09.12.2016	Yes	09.12.2016

Convictions:	
Type of Conviction	Description of Conviction
N/A	N/A

Name:	Eduardo Takamori Guiyotoku	CPF:	700.254.101-30	Profession:	Engineer	Date of birth:	01/30/1979	
Professional experience:	<p>Born on January 30, 1979, he graduated in Electrical Engineering from Universidade Federal de Santa Catarina (UFSC), having attended part of his studies at Institut National Polytechnique de Toulouse, in France, with a Specialization in Energy Systems from UFSC and an MBA in Business Management from FGV. He has worked at ENGIE since 2001, holding positions in the areas of Operation Processes, Commercial Planning and Energy Regulation and Market. Between 2013 and 2017 he worked at ENGIE's holding company in the Acquisitions, Mergers and Consulting area. He returned to ENGIE Brasil Energia in 2018 as Regulatory and Market Affairs Manager, where he served for the company on the board of several sector associations such as ABRACEEL, ABEEOLICA, ABRAGE and ABRATE, holding the position of Chief Financial Officer of ENGIE Brasil Energia since June 2023, and Chief Investor Relations Officer since September 2023.</p> <p>We highlight that the information contained in the table in item 7.3 refers to the position of Chief Financial Officer of the Company. Furthermore, accordingly, we present below the information regarding the position of Chief Investor Relations Officer: (i) election date: May 4, 2023; (ii) date of investiture: September 1, 2023; (iii) term of office: 3 years (September 1, 2025); and (iv) start date of the first term of office: September 1, 2023.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>							
Committees:								
Committee type	Audit type	Position held	Date of investiture	Term of office	Description of another position/function	Election date	Elected by the controlling shareholder	Start date of first term of office

Financial Committee	Committee Member (Permanent)	06.01.2023	Indefinite	06.01.2023	Yes	06.01.2023
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Type of Conviction	Description of Conviction
N/A	N/A

Name:	Gustavo Henrique Labanca Novo	CPF:	000.674.107-07	Professional experience:	Engineer	Date of birth:	03/05/1968
<p>Born on March 5, 1968, he holds a degree in electronic engineering from Universidade Gama Filho with an Executive MBA from COPPEAD (UFRJ) and a graduate degree in Enterprise and Project Valuation from FGV-RJ. He joined ENGIE in 1998. Since June 2019 he has been CEO of TAG, having assumed the role of Head of Brazil Operations for GBU Networks (Global Infrastructure Business Unit) at ENGIE in July 2021. He was Chief Business Development Officer at ENGIE Brasil, responsible for organic (greenfield projects) and inorganic (M&A) growth. Before that, he held the positions of Business Development Manager, Financial Analyst, Senior Financial Manager, VP of Finance and AIFA (Acquisition, Investments and Financial Consulting) and VP of Business Development at ENGIE. Labanca holds a degree in Electronic Engineering from Universidade Gama Filho. He holds a graduate degree in Corporate Finance & Valuation from Fundação Getúlio Vargas (FGV - RJ), in Nuclear Engineering from ABDAN / ABDIB / COPPE from Universidade Federal do Rio de Janeiro (UFRJ) and an Executive MBA from COPPEAD, UFRJ business school.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>							
Committees:							
Committee type	Audit type	Position held	Date of investiture	Term of office	Description of another position/function	Election date	Elected by the controlling shareholder
Other Committees	Committee Member (Permanent)		05/05/2016	Indefinite	Strategic Committee	05/05/2016	Yes
Convictions:							
Type of Conviction	Description of Conviction						
N/A	N/A						

Name:	Manoel Eduardo Lima Lopes	CPF:	046.227.237-00	Professional experience:	Accountant	Date of birth:	07/07/1943																		
Professional experience:	<p>Born on July 07, 1943, he graduated in Accounting Sciences and Law from Universidade Federal do Rio de Janeiro. He was General Auditor and Accounting and Control Superintendent at Banco do Estado do Rio de Janeiro SA (BANERJ), consultant and officer at Banco Clássico S.A. and Control Manager at IRB – Brasil Resseguros S.A. He was a member of the Company's Fiscal Council until April 2020. He is currently an officer at Banco Clássico S.A. and an alternate member of the Fiscal Council of Companhia do Gás do Rio de Janeiro. He has been a member of the Statutory Audit Committee of ENGIE Brasil Energia S.A. since May 2020.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p> <p>He also represented that he meets all the criteria set out in the Novo Mercado Regulations, as defined in article 16, paragraphs 1 and 2, to qualify as an Independent Director.</p>																								
Committees:																									
<table border="1"> <thead> <tr> <th>Committee type</th><th>Audit type</th><th>Position held</th><th>Date of investiture</th><th>Term of office</th><th>Description of another position/function</th><th>Election date</th><th>Elected by the controlling shareholder</th><th>Start date of first term of office</th></tr> </thead> <tbody> <tr> <td>Audit Committee</td><td>Statutory Audit Committee adhering to CVM Resolution No. 23/21</td><td>Committee Member (Permanent)</td><td>05/07/2024</td><td>05/06/2026</td><td></td><td>05/07/2024</td><td>Yes</td><td>05/05/2022</td></tr> </tbody> </table>								Committee type	Audit type	Position held	Date of investiture	Term of office	Description of another position/function	Election date	Elected by the controlling shareholder	Start date of first term of office	Audit Committee	Statutory Audit Committee adhering to CVM Resolution No. 23/21	Committee Member (Permanent)	05/07/2024	05/06/2026		05/07/2024	Yes	05/05/2022
Committee type	Audit type	Position held	Date of investiture	Term of office	Description of another position/function	Election date	Elected by the controlling shareholder	Start date of first term of office																	
Audit Committee	Statutory Audit Committee adhering to CVM Resolution No. 23/21	Committee Member (Permanent)	05/07/2024	05/06/2026		05/07/2024	Yes	05/05/2022																	
Convictions:																									
Type of Conviction	Description of Conviction																								
N/A	N/A																								

Name:	Maurício Stolle Bähr	CPF:	748.528.847-49	Profession:	Engineer	Date of birth:	09/17/1957
Professional experience:	Born on September 17, 1957, he graduated in Mechanical Engineering from Universidade Gama Filho (RJ) and in Systems Analysis from Pontifícia Universidade Católica do Rio de Janeiro. He completed an MBA from COPPEAD – Universidade Federal do Rio de Janeiro (UFRJ), and Corporate Finance from the University of Berkeley, in the United States of America (USA). He was Chief Financial Officer of Serra da Mesa Energia S.A. and Chief Financial Officer of Nacional Energética S.A. He is currently responsible for the renewable energy area of ENGIE in Latin America, CEO of ENGIE Group in Brazil and Chairman of the Board of Directors Energia Sustentável do Brasil S.A. He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.						

Committees:

Committee type	Audit type	Position held	Date of investiture	Term of office	Description of another position/function	Election date	Elected by the controlling shareholder	Start date of first term of office
Other Committees		Committee Member (Permanent)	06/25/1999	Indefinite	Strategic Committee	06/25/1999	Yes	06/25/1999

Convictions:

Type of Conviction	Description of Conviction
N/A	N/A

Name:	Paulo de Resende Salgado	CPF:	161.008.917-00	Profession:	Economist	Date of birth:	07/02/1945
Professional experience:	<p>Born on July 02, 1945, he holds a degree in Economic Sciences from Universidade Cândido Mendes do Rio de Janeiro, a graduate degree from Fundação Getúlio Vargas (FGV) in Financial Executive, an MBA in Management Development Program and Capital Market FGV-AID-EUA. He was Vice-President of Citibank, Investment Superintendent at Banco Econômico de Investimentos S.A., Chief Underwriting and Privatization Officer at Banco Nacional S.A., where he participated in the privatization project of Light and Companhia Siderúrgica Nacional (CSN). He also served as Officer of Nacional Energética SA and IVEN SA, and as Chief Financial Officer of Nacional Energética S.A.; as Economic Consultant for Agenda Corretora de Câmbio e Valores Mobiliários Ltda.; and as a member of the Company's Fiscal Council.</p> <p>He represents that that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p> <p>He also represented that he meets all the criteria set out in the Novo Mercado Regulations, as defined in article 16, paragraphs 1 and 2, to qualify as an Independent Director.</p>						

Committees:								
Committee type	Audit type	Position held	Date of investiture	Term of office	Description of another position/function	Election date	Elected by the controlling shareholder	Start date of first term of office
Audit Committee	Statutory Audit Committee adhering to CVM Resolution No. 23/21	Audit Committee Coordinator	05/07/2024	05/06/2026		05/07/2024	Yes	05/14/2020

Convictions:	
Type of Conviction	Description of Conviction
N/A	N/A

Name:	Paulo Jorge Tavares Almirante		Passport:	M619074 Portugal	Profession:	Engineer		Date of birth:	08/24/1964
Professional experience:	<p>Born on August 24, 1964, he is an engineer with a Master's degree in Mechanical Engineering from Universidade Técnica de Lisboa, a degree in Management Studies from Universidade Católica de Lisboa and participated in the London Business School's global leadership development program. He has more than 25 years of experience in the electric power and gas industries. From 2005 to 2013, he was officer at an international PLC in the Iberian region, responsible for the executive management of businesses in Portugal and Spain; from 2013 until the beginning of 2016, he was CEO of Trustenergy, responsible for the executive management of ENGIE Europa's business in Portugal, and CEO of Portgás, a concessionaire for the implementation of a natural gas network in 29 Portuguese municipalities; from 2016 to 2018, he was CEO of Business Unit Generation Europe and from 2018 to 2021 he was the Group's Chief Operations Officer. Currently he is Senior Executive Vice President in charge of renewable activities – Energy & Nuclear Management at ENGIE. Furthermore, he was a member of Portugal's energy regulatory advisory committee and is vice-president of the Portuguese electricity industry association.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or subject to a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) he is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p>								
Committees:									
Committee type	Audit type	Position held	Date of investiture	Term of office	Description of another position/function	Election date	Elected by the controlling shareholder	Start date of first term of office	
Other Committees		Committee Member (Permanent)	07/24/2016	Indefinite	Strategic Committee	07/24/2016	Yes	07/24/2016	
Convictions:									
Type of Conviction	Description of Conviction								
N/A	N/A								

Name:	Pierre Jean Bernard Guillot	Passport:	12CE76848 France	Profession:	Engineer	Date of birth:	04/21/1968
Professional experience:	<p>Born on April 21, 1968, he graduated in Public Services from Sciences Po Paris. He joined ENGIE in 1997, where from 2004 to 2012 he served as Head of Accounting at ENGIE SA. In 2013, he became Chief Financial Officer of the international energy division of ENGIE SA and became the Group's Deputy Chief Financial Officer in 2016. In July 2021, he was appointed Chief Financial Officer of ENGIE's Global Renewables Business Unit. He is also a member of the Board of GTT, a French-listed entity.</p> <p>He represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.</p> <p>He represented that he had not been subject to any: i) criminal conviction; ii) conviction in CVM administrative proceedings; or iii) final and unappealable conviction in the judicial or administrative level that has suspended or disqualified them from engaging in any professional or commercial activity.</p>						

Committees:								
Committee type	Audit type	Position held	Date of investiture	Term of office	Description of another position/function	Election date	Elected by the controlling shareholder	Start date of first term of office
Other Committees		Committee Member (Permanent)	05/05/2016	Indefinite	Strategic Committee	05/05/2016	Yes	05/05/2016

Convictions:	
Type of Conviction	Description of Conviction
N/A	N/A

Name:	Sophie Brigitte Sylviane Angrand Quaré de Verneuil	Passport:	21EC15602 France	Profession:	Geographer	Date of birth:	05/29/1980	
Professional experience:	Born on May 29, 1980, she is a geographer and began her career in 2004 as a management consultant at Capgemini Consulting, in charge of HR transformation projects for large groups such as BP, the French naval group DCN and the French Ministry of Defense. She joined the Group in 2008 as Head of HR Planning. After contributing for five years to the transformation of BtoC activities in France, mainly as Chief Customer Service Officer, she returned to the HR line in 2019, combining the responsibilities of Chief Human Resources and Communication Officer for BU France Networks. In January 2020, she joined ENGIE Solutions as Chief Transformation Officer, also responsible for strategy and communication. In 2021, she was appointed Chief Human Resources, Communications and Health and Safety Officer for GBU Networks, and in May 2023, she assumed her current position as HR VP for South America and Head of HR in Brazil. She represents that: (i) he has not been subject, in the last five years, to a criminal conviction, a conviction in CVM, BACEN or SUSEP administrative proceedings, a final and unappealable conviction in the judicial level or a final administrative decision that has suspended or disqualified him from engaging in any professional or commercial activity; and (ii) is not considered a politically exposed person, pursuant to CVM Resolution No. 50/21.							
Committees:								
Committee type	Audit type	Position held	Date of investiture	Term of office	Description of another position/function	Election date	Elected by the controlling shareholder	Start date of first term of office
Other Committees		Committee Member (Permanent)	08/08/2023	Indefinite	Strategic Committee	08/08/2023	Yes	08/08/2023
Convictions:								
Type of Conviction	Description of Conviction							
N/A	N/A							

7.5 – Family relationships

Justification for not completing the table:

None of the relationships described above are relationships between any managers appointed by the Controlling Shareholder; between the Company's managers and managers of direct or indirect subsidiaries of the Company; between managers of the Company or its direct or indirect subsidiaries and direct or indirect controlling shareholders of the Company; and between the Company's managers and managers of the Company's direct and indirect controlling companies.

7.6 – Subordination, service provision or control relationships

Identification	CPF/CNPJ	Type of relationship between the Manager and the related person	Type of related person		
Position/Function	Passport	Nationality			
Fiscal Year 12/31/2023					
Issuer Manager					
Eduardo Antonio Gori Sattamini	821.111.117-91	Control	Direct Subsidiary		
CEO		Brazilian - Brazil			
Related Person					
Itá Energética SA (Itasa)	01.355.994/0001-21				
Member of the Board of Directors		Brazilian - Brazil			
Comments					
The Company is a joint controlling shareholder of Itasa with a 48.75% interest in its capital.					
Issuer Manager					
Eduardo Antonio Gori Sattamini	821.111.117-91	Control	Direct Subsidiary		
Chief Executive Officer		Brazilian - Brazil			
Related Person					
Transportadora Associada de Gás S.A. (TAG)	06.248.349/0001-23				
Member of the Board of Directors		Brazilian - Brazil			
Comments					
TAG is a jointly controlled company in which the Company held a 32.50% interest in its capital until January 2024, when it began to hold a 17.50% interest in its capital.					
Issuer Manager					
José Luiz Jansson Laydner	481.767.029-00	Control	Indirect Subsidiary		
Chief Operation Officer		Brazilian - Brazil			
Related Person					
Ibitiúva Bioenergética SA (Ibitiúva)	09.541.336/0001-36				
Member of the Board of Directors and Chief Executive Officer		Brazilian - Brazil			
Comments					
The Company is an indirect controlling shareholder of Ibitiúva with a 95% interest in its capital.					
Issuer Manager					
José Luiz Jansson Laydner	481.767.029-00	Control	Direct Subsidiary		
Chief Operation Officer		Brazilian - Brazil			
Related Person					
Itá Energética S.A. (Itasa)	01.355.994/0001-21				
Alternate member of the Board of Directors		Brazilian - Brazil			
Comments					

The Company is a jointly controlling shareholder of Itasa with a 48.75% interest in its capital.

Issuer Manager

Luciana Moura Nabarrete	132.089.078-42	Control	Direct Subsidiary
Chief People, Processes and Sustainability Officer	Brazilian - Brazil		

Related Person

Ibitiúva Bioenergética SA (Ibitiúva)	09.541.336/0001-36
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Alternate Member of the Board of Directors	Brazilian - Brazil
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Comments

The Company is an indirect controlling shareholder of Ibitiúva with a 95% interest in its capital.

Issuer Manager

Guilherme Slovinski Ferrari	983.378.749-53	Control	Direct Subsidiary
Chief New Business Officer	Brazilian - Brazil		

Related Person

Ibitiúva Bioenergética SA (Ibitiúva)	09.541.336/0001-36
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Alternate Member of the Board of Directors	Brazilian - Brazil
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Comments

The Company is an indirect controlling shareholder of Ibitiúva with a 95% interest in its capital.

Issuer Manager

Maurício Stolle Bähr	748.528.847-49	Control	Direct Controlling Shareholder
Chairman of the Board of Directors	Brazilian - Brazil		

Related Person

Transportadora Associada de Gás S.A. (TAG)	06.248.349/0001-23
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Chairman of the Board of Directors	Brazilian - Brazil
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Comments

TAG is a jointly controlled company, in which the Company held a 32.50% interest in its capital until January 2024, when it began to hold a 17.50% interest in its capital.

Issuer Manager

Maurício Stolle Bähr	748.528.847-49	Control	Direct Controlling Shareholder
Chairman of the Board of Directors	Brazilian - Brazil		

Related Person

ENGIE BRSIL PARTICIPAÇÕES LTDA.	01.370.013/0001-15
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Chief Executive Officer	Brazilian - Brazil
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Comments
Issuer Manager

Eduardo Takamori Guiyotoku	700.254.101-30	Control	Direct Subsidiary
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Chief Financial and Investor Relations Officer Brazilian - Brazil

Related Person

Ibitiúva Bioenergética S.A. (Ibitiúva) 09.541.336/0001-36

Permanent Member of the Board of Directors Brazilian - Brazil

Comments

The Company is an indirect controlling shareholder of Ibitiúva with a 95% interest in its capital.

Issuer Manager

Gustavo Henrique Labanca Novo 000.674.107-07 Control Direct Subsidiary

Alternate Member of the Board of Directors Brazilian - Brazil

Related Person

Transportadora Associada de Gás S.A. (TAG) 06.248.349/0001-23

Chief Executive Officer Brazilian - Brazil

Comments

TAG is a jointly controlled company in which the Company held a 32.50% interest in its capital until January 2024, when it began to hold a 17.50% interest in its capital.

Issuer Manager

Paulo Jorge Tavares Almirante CC963390 Control Indirect Controlling Shareholder

Vice-Chairman of the Board of Directors Foreign - Portugal

Related Person

ENGIE SA 00.000.000/0000-00

Executive Vice President of Renewables Foreign - Portugal

Comments

N/A

Issuer Manager

Pierre Jean Bernard Guiollot 12CE76848 Control Indirect Controlling Shareholder

Full member of the Board of Directors Foreign - France

Related Person

ENGIE S.A. 00.000.000/0000-00

Chief Financial Officer of the Renewables Business Unit Foreign - Belgium

Comments

N/A

Issuer Manager

Sylvie Marie Vicente ep. Credot 21CK23382 Control Indirect Controlling Shareholder

Alternate member of the Board of Directors Foreign - Italy

Related Person

ENGIE SA 00.000.000/0000-00

Chief Legal and Ethics Officer of the Renewables Business Unit

Foreign - Belgium

Comments

N/A

Identification	CPF/CNPJ	Type of relationship between the Manager and the related person	Type of related person
Position/Function	Passport	Nationality	

Fiscal Year 12/31/2022**Issuer Manager**

Eduardo Antonio Gori Sattamini 821.111.117-91 Control Direct Subsidiary

Chief Executive and Investor Relations Officer Brazilian - Brazil

Related Person

Itá Energética SA (Itasa) 01.355.994/0001-21

Member of the Board of Directors Brazilian - Brazil

Comments

The Company is a jointly controlling shareholder of Itasa with a 48.75% interest in its capital.

Issuer Manager

Eduardo Antonio Gori Sattamini 821.111.117-91 Control Direct Subsidiary

Chief Executive and Investor Relations Officer Brazilian - Brazil

Related PersonTransportadora Associada de Gás S.A. 06.248.349/0001-23
(TAG)

Member of the Board of Directors Brazilian - Brazil

Comments

TAG is a jointly controlled company in which the Company held a 32.50% interest in its capital until January 2024, when it began to hold a 17.50% interest in its capital.

Issuer Manager

José Luiz Jansson Laydner 481.767.029-00 Control Indirect Subsidiary

Chief Operation Officer Brazilian - Brazil

Related Person

Ibitiúva Bioenergética S.A. (Ibitiúva) 09.541.336/0001-36

Member of the Board of Directors and Chief Executive Officer Brazilian - Brazil

Comments

The Company is an indirect controlling shareholder of Ibitiúva with a 95% interest in its capital.

Issuer Manager

José Luiz Jansson Laydner 481.767.029-00 Control Direct Subsidiary

Chief Operation Officer Brazilian - Brazil

Related Person

Itá Energética SA (Itasa) 01.355.994/0001-21

Alternate member of the Board of Directors Brazilian - Brazil

Comments

The Company is a joint controlling shareholder of Itasa with a 48.75% interest in its capital.

Issuer Manager

Guilherme Slovinski Ferrari 983.378.749-53 Control Direct Subsidiary

Chief New Business Officer Brazilian - Brazil

Related Person

Ibitiúva Bioenergética S.A. (Ibitiúva) 09.541.336/0001-36

Alternate Member of the Board of Directors Brazilian - Brazil

Comments

The Company is an indirect controlling shareholder of Ibitiúva with a 95% interest in its capital.

Issuer Manager

Maurício Stolle Bähr 748.528.847-49 Control Direct Controlling Shareholder

Chairman of the Board of Directors Brazilian - Brazil

Related Person

ENGIE Brasil Participações Ltda. (EBP) 01.370.013/0001-15

Chief Executive Officer Brazilian - Brazil

Comments

N/A

Issuer Manager

Pierre Jean Bernard Guiollot 12CE76848 Control Indirect Controlling Shareholder

Member of the Board of Directors Foreign - France

Related Person

ENGIE SA 00.000.000/0000-00

Chief Financial Officer Foreign Belgium

Comments

N/A

Issuer Manager

Paulo Jorge Tavares Almirante CC963390 Control Indirect Controlling Shareholder

Vice-Chairman of the Board of Directors Foreign - Portugal

Related Person

ENGIE S.A. 00.000.000/0000-00

Executive Vice-Chairman of Renewables Foreign - Belgium

Comments

N/A

Issuer Manager

Sylvie Marie Vicente ep. Credot 21CK23382 Control Indirect Controlling Shareholder

Alternate member of the Board of Directors Foreign - Italy

Related Person

ENGIE S.A. 00.000.000/0000-00

Chief Legal and Ethics Officer of the Renewables Business Unit Foreign - Belgium

Comments

N/A

Identification	CPF/CNPJ	Type of relationship between the Manager and the related person	Type of related person
Position/Function			
Fiscal Year 12/31/2021			

Issuer Manager

Eduardo Antonio Gori Sattamini 821.111.117-91 Control Direct Subsidiary

Chief Executive and Investor Relations Officer Brazilian - Brazil

Related Person

Itá Energética S.A. (Itasa) 01.355.994/0001-21

Member of the Board of Directors Brazilian - Brazil

Comments

The Company is a jointly controlling shareholder of Itasa with a 48.75% interest in its capital.

Issuer Manager

Eduardo Antonio Gori Sattamini 821.111.117-91 Control Direct Subsidiary

Chief Executive and Investor Relations Officer Brazilian - Brazil

Related Person

Transportadora Associada de Gás S.A. 06.248.349/0001-23
(TAG)

Member of the Board of Directors Brazilian - Brazil

Comments

TAG is a jointly controlled company in which the Company held a 32.50% interest in its capital until January 2024, when it began to hold a 17.50% interest in its capital.

Issuer Manager

José Luiz Jansson Laydner 481.767.029-00 Control Indirect Subsidiary

Chief Operation Officer Brazilian - Brazil

Related Person

Ibitiúva Bioenergética S.A. (Ibitiúva) 09.541.336/0001-36

Member of the Board of Directors and Chief Executive Officer Brazilian - Brazil

Comments

The Company is an indirect controlling shareholder of Ibitiúva with a 95% interest in its capital.

Issuer Manager

José Luiz Jansson Laydner	481.767.029-00	Control	Direct Subsidiary
Chief Operation Officer		Brazilian - Brazil	

Related Person

Itá Energética S.A. (Itasa)	01.355.994/0001-21		
Alternate member of the Board of Directors		Brazilian - Brazil	

Comments

The Company is a jointly controlling shareholder of Itasa with a 48.75% interest in its capital.

Issuer Manager

Luciana Moura Nabarrete	132.089.078-42	Control	Direct Subsidiary
Chief Administrative Officer		Brazilian - Brazil	

Related Person

Ibitiúva Bioenergética S.A. (Ibitiúva)	09.541.336/0001-36		
Alternate Member of the Board of Directors		Brazilian - Brazil	

Comments

The Company is an indirect controlling shareholder of Ibitiúva with a 95% interest in its capital.

Issuer Manager

Guilherme Slovinski Ferrari	983.378.749-53	Control	Direct Subsidiary
Chief New Business Officer		Brazilian - Brazil	

Related Person

Ibitiúva Bioenergética S.A. (Ibitiúva)	09.541.336/0001-36		
Alternate Member of the Board of Directors		Brazilian - Brazil	

Comments

The Company is an indirect controlling shareholder of Ibitiúva with a 95% interest in its capital.

Issuer Manager

Maurício Stolle Bähr	748.528.847-49	Control	Direct Controlling Shareholder
Chairman of the Board of Directors		Brazilian - Brazil	

Related Person

ENGIE Brasil Participações Ltda. (EBP)	01.370.013/0001-15		
Chief Executive Officer		Brazilian - Brazil	

Comments

N/A

Issuer Manager

Pierre Jean Bernard Guiollot	12CE76848	Control	Indirect Controlling Shareholder
Permanent member of the Board of Directors		Foreign - France	

Related Person

ENGIE S.A. 00.000.000/0000-00

Chief Financial Officer Foreign - Belgium

Comments

N/A

Issuer Manager

Paulo Jorge Tavares Almirante CC963390 Control Indirect Controlling Shareholder

Vice-Chairman of the Board of Directors Foreign - Portugal

Related Person

ENGIE S.A. 00.000.000/0000-00

Executive Vice-Chairman of Renewables Foreign - Belgium

Comments

N/A

Issuer Manager

Sylvie Marie Vicente ep. Credot 21CK23382 Control Indirect Controlling Shareholder

Alternate member of the Board of Directors Foreign - Italy

Related Person

ENGIE S.A. 00,000,000/0000-00

Chief Legal and Ethics Officer of the Renewables Business Unit Foreign - Belgium

Comments

N/A

Issuer Manager

Gil de Methodio Maranhão Neto 734.574.937-15 Control Direct Subsidiary

Chief Operation Officer Brazilian - Brazil

Related Person

Itá Energética SA (Itasa) 01.355.994/0001-21

Alternate member of the Board of Directors Brazilian - Brazil

Comments

The Company is a jointly controlling shareholder of Itasa with a 48.75% interest in its capital.

7.7 – Managers' agreements/insurance

The Company has a Civil Liability insurance policy for Directors, Officers and/or Managers (D&O) with the purpose of ensuring payment for losses and damages owed to third parties by the Company, Officers and/or Managers, as a result of an act or fact for which they are liable, respondents and/or notified. The current policy is effective until December 31, 2024 and the net premium is R\$ 439,332.31. The amount of this insurance covers ENGIE Brasil Participações Ltda. group companies

7.8 Other material information

General Meetings

In the last three years and in the current year, the following General Meetings were held, in decreasing chronological order:

- 27th Annual General Meeting, held on April 25, 2024, convened with the quorum of shareholders representing 88.05% of share capital with voting rights;
- 26th Annual General Meeting, held on April 26, 2023, opened with the quorum of shareholders representing 86.10% of share capital with voting rights;
- 25th Annual General Meeting, held on April 28, 2022, opened with the quorum of shareholders representing 86.19% of share capital with voting rights;
- 38th Extraordinary General Meeting, held on September 23, 2021, opened with the quorum of shareholders representing 86.74% of share capital with voting rights;
- 24th Annual General Meeting, held on April 28, 2021, with the quorum of shareholders representing 87.09% of share capital with voting rights; and
- 37th Extraordinary General Meeting, held on January 19, 2021, opened with the quorum of shareholders representing 87.76% of share capital with voting rights.

The Meetings listed above were opened, in their entirety, on first call, with a quorum of shareholders representing more than 2/3 of share capital with voting rights.

In 2023, 5 meetings of the Fiscal Council, 14 meetings of the Board of Directors, 26 meetings of the Executive Board and 37 meetings of the Statutory Audit Committee were held.

Additionally, it is not the Company's practice to hold joint meetings of its management bodies.

Supplement to the Composition of the Board of Directors and the Fiscal Council

On January 9, 2024, the chairman of the Board of Directors received a letter of resignation from André de Aquino Fontenelle Canguçú from the position of alternate member of the Board of Directors, with effect from December 31, 2023. As a result of his resignation, the position remained vacant until the Annual General Meeting held on April 25, 2024.

At the 27th Annual General Meeting, held on April 25, 2024, the minutes of which are available on CVM website (<https://www.gov.br/cvm/pt-br>) and on the Company's Investor Relations website (<https://www.engie.com.br/investidores/>), the new composition of the Board of Directors was elected, in addition to the establishment of the Fiscal Council due to a request from 88.04% of shareholders holding shares with voting rights, in accordance with article 161 of Law No. 6,404/76. The same Meeting also resolved on reelection of the members of the Fiscal Council, elected on April 26, 2023.

Additionally, it is worth informing that the Company adopts the criteria set out in article 16, paragraph 1 and article 17 of Novo Mercado Regulations and in article 6, paragraphs 1 and 2, annex K, of CVM Resolution No. 80, as amended, to determine the independence of the members of the Board of Directors.

Composition of the Audit Committee

At the 230th Meeting of the Board of Directors, held on May 5, 2022, the composition of the Statutory Audit Committee was unanimously approved, as provided for in articles 28 and 29 of the Company's Bylaws. The minutes are available on CVM website (<https://www.gov.br/cvm/pt-br>) and on the Company's Investor Relations website (<https://www.Engie.com.br/investidores/>).

Composition of the Executive Board and Strategic Committee

At the 242nd Meeting of the Board of Directors, held on May 4, 2023, Mr. Eduardo Takamori Guiyotoku was unanimously elected to the position of Chief Financial Officer of the Company, with a term of office starting on June 1, 2023 and for the period remaining for the current executive board, that is, until May 4, 2025. The appointment was intended to replace Mr. Marcelo Cardoso Malta, who will take on new professional challenges.

The 246th Meeting of the Board of Directors, held on August 8, 2023, approved the transfer of the responsibility for investor relations from the Chief Executive Officer and Investor Relations Officer to the Chief Financial Officer, who will from now on have the following designations, respectively: a) CEO; and b) Chief Financial and Investor Relations Officer.

As of November 1, 2023, the Legal Advisory Organizational Unit (LAOU) was dissolved and its manager, Ms. Cristina Riggembach, took over the position of non-statutory Legal and Ethics Officer, being responsible for the Legal, Ethics and Privacy areas, and reporting directly to the Company's Chief Executive Officer, Eduardo Sattamini.

All minutes of the aforementioned meetings of the Board of Directors and General Meetings are available on CVM website (<https://www.gov.br/cvm/pt-br>) and on the Company's Investor Relations website (<https://www.Engie.com.br/investidores/>).

Positions held by members of the Company's Board of Directors in other companies

In compliance with the rules of B3 Novo Mercado Listing Regulations, we disclose, in addition to the information previously mentioned, the positions that the members of the Company's Board of Directors hold in other companies or entities other than the Company's parent companies and subsidiaries:

- Maurício Stolle Bähr – Chief Executive Officer of GBS Brasil Serviços Corporativos Ltda., and Geramamoré Comercializadora e Energia Ltda.; CEO of ENGIE Group in Brazil; Responsible for the Renewable Energy area at ENGIE Latin America; Member of the Board of Directors of Jirau Energia S.A.; Member of the Board of Directors of the National Electric System Operator – ONS.
- José Luiz Jansson Laydner – Member of the Board of Directors of Jirau Energia S.A.
- Manoel Arlindo Zaroni Torres – Member of the Board of Directors of Jirau Energia S.A.
- Dirk Achiel Marc Beeuwsaert – Manager of his company Beeuwsaert Management CV and, since 2014, also a member of the board of Tplus in Russia and, since 2017, vice-president of AMEA Power in Abu Dhabi.
- Antonio Alberto Gouvêa Vieira – Partner in Gouvêa Vieira Advocacia. He is currently a member of the Board of Directors of Boa Esperança S.A., Board of Trustees of Fundação Getúlio Vargas and Board of Directors of France-Brazil Chamber-RJ and Vice-President of the latter.
- Gil de Methodio Maranhão Neto – Officer at Geramamoré Comercializadora de Energia Ltda. and OW Brazil Ltda; Elected member of the Board of Directors of International Hydropower Association; Member of Rio de Janeiro City Council, and Officer of the Order of King Leopold of Belgium.

- Pierre Jean Bernard Guiollot – Member of the Board of Directors of GTT, an entity listed in France, and Chairman of the Audit Committee of ENGIE Global Market SAS.
- Paulo Jorge Tavares Almirante – Senior Executive Vice-President in charge of renewable activities – Energy & Nuclear Management at ENGIE and Vice-President of the Portuguese electricity industry association.
- Karin Koogan Breitman – Member of the Brazilian Computing Society, ACM and IEEE and serves on the Technical Advisory Board of Research Data Alliance and COPPEAD.
- Manoel Eduardo Lima Lopes – Officer at Banco Clássico S.A. and alternate member of the fiscal council of Companhia do Gás do Rio de Janeiro.
- Raquel da Fonseca Cantarino – Vice-President of Banco Clássico S.A.
- Sophie Brigitte Sylviane Angrand Quarré De Verneuil – Vice President of Human Resources at ENGIE Group for South America and Head of HR in Brazil.
- Pierre Auguste Gratien Leblanc – Global Head of GBS Finance.
- Felisa Del Carmen Ros – CEO of ENGIE México and ENGIE Group's Regional Networks Officer for the Americas.

Assessment process for the Board of Directors, Executive Board, Committees

For more information about the assessment process for the Board of Directors, Executive Board and Committees, see item 7.1 of this Reference Form.

Duties of other committees

In addition to the information presented in item "7.2", the Company has other committees in place to assist Management. They have supporting functions and do not participate in the decision-making process of the Management Bodies, with the exception of the Independent Special Committee for Transactions with Related Parties and the Strategic Committee.

Adherence to good practices

To contribute to the continuous evolution of management, the Board of Directors regularly carries out an assessment of ENGIE Brasil Energia's level of adherence to the recommendations of the Brazilian Code of Corporate Governance, in accordance with CVM Resolution 80. Annually. A report on the results of this assessment is published, indicating planned and applied principles and practices, as well as any deviations found, with due justification. In 2023, 93% of the recommendations applicable to the Company were fully met.

ESG Training

In 2023, members of the Board of Directors participated in a special training held by IBGC on the topic "Carbon Market". The training was complementary to that carried out the previous year, called "Climate Change and the Role of the Board". The training strengthens the relevance of the climate agenda and the body's responsibilities in managing the issue.

The main forums are presented below:

- **Tax Governance Forum**: responsible for (i) interpreting tax legislation to establish specific procedures, when necessary; (ii) deciding on challenges to administrative and judicial tax proceedings; (iii) presenting suggestions for obtaining benefits from the tax authorities; and (iv) participating in decisions on new projects, identifying opportunities for tax savings.
- **Financial Forum**: responsible for (i) discussing and proposing the policy for investment of funds and derivatives and submitting it to the Executive Board for approval; (ii) discussing and proposing policies for advance payments to suppliers and postponements/advances of receipt of credits (energy bills, etc.) and submitting them to the Executive Board for approval; (iii) guiding the investment of funds and regularly approving the ranking of banks with which the Company will work; (iv) identifying risks of mismatches in assets and liabilities transactions and, if applicable, proposing hedge transactions to the Executive Board; and (v) analyzing cash flow and covenants of the Company and its subsidiaries in the short, medium and long term, offering strategic guidance to the Executive Board on the amount and timing of dividend distribution, the types of financing for acquisitions and investment in Capital Goods - CAPEX, contracting of funding and liability restructuring operations, etc.; (vi) proposing the goals and guidelines for insurance management for approval by the Executive Board; (vii) discussing the adequacy of the Company's insurance limits and coverage, the taking out of new insurance and recommending them to interested areas; (viii) discussing losses with the areas involved, if necessary; and (ix) submitting the taking out of insurance for approval by the Executive Board.
- **Insurance Forum**: responsible for (i) proposing the goals and guidelines for insurance management for approval by the Executive Board; (ii) discussing the adequacy of the Company's insurance limits and coverage, the taking out of new insurance and recommending them to interested areas; (iii) discussing losses with the areas involved, if necessary; and (iv) submitting the taking out of insurance for approval by the Executive Board.
- **Human Performance Forum**: responsible for (i) implementing the human performance program, under the management of the plant manager; (ii) multiplying training for middle management, together with the Human Performance Committee - regional managers are the persons in charge; (iii) ensuring the use of Human Performance tools throughout the implementation of the program; managers and supervisors should set the example; and (iv) using established human error prevention tools, whenever applicable. Employees and collaborators providing services at the plants are the persons in charge.
- **Industrial Control Systems Security Forum**: responsible for (i) evaluating and approving changes to the Company's Information Security Policy; (ii) approving the duties and composition of the Tactical Group on Industrial Control Systems; (iii) evaluating changes and approving the Industrial Control Systems Security Program; (iv) approving the annual work plan of the Tactical Group on Industrial Control Systems; (v) periodically monitoring the activities of the Tactical Group on Industrial Control Systems; (vi) arbitrating, when necessary, on the definition and application of policies and processes related to the security of industrial control systems; (vii) ensuring that ENGIE Group's new ventures in Brazil comply with the provisions of the Industrial Control Systems Safety Committee; (viii) evaluating and approving the annual budget applied to the security activities of industrial control systems; and (ix) taking strategic and corporate actions based on risk analyses related to industry control systems.

- **Energy Forum:** responsible for (i) proposing a trading and market risk management policy to the executive board and ensuring its current status considering market developments and regulatory aspects; (ii) approving trading standards and their reviews in accordance with the trading policy; (iii) carrying out the duties and resolving on the exceptions provided for in the trading standards; (iv) analyzing and proposing mitigating solutions for processes related to energy sales involving risks identified by the Risk Management Committee; (v) evaluating the business and the situation of the electricity market; and (vi) requesting the attendance of a representative from the DG, when there is a need to discuss strategies and policies for the trading of energy from projects under implementation.
- **Innovation Forum:** responsible for (i) encouraging people to seek change through innovation and creativity; (ii) creating a favorable environment for new ideas to emerge, to be perceived as such and to be successfully explored, adding value to the company; (iii) being a center for receiving and screening innovative ideas of any nature, suggestions for improvement or cost reduction; (iv) receiving and evaluating innovation proposals sent by employees; (v) recommending the allocation of funds for the adoption of promising ideas; (vi) suggesting to the Executive Board actions to recognize the authors of ideas that yield the most significant results for the Company; and (vii) encouraging the Company's participation in the Controlling Group's competition, trophies and Innovation initiatives.
- **Process Forum:** responsible for (i) selecting and prioritizing the focus-processes to be developed or improved, with the purpose of ensuring alignment with the Company's strategic objectives; and (ii) generating value and optimizing the investigated processes.
- **Dam Safety Forum:** responsible for the strategic management of issues related to dam safety, aiming to prevent risk and to adopt best practices, in accordance with the Company's commitments.

The list of committees and forums appears on the Company's website (www.engie.com.br), at the following address: Investidores > Governança Corporativa > Administração.

Corporate governance

There is no material information related to the Company's corporate governance other than that already described in the previous items.

8.1 Remuneration policy or practice

a) Objectives of the remuneration policy or practice, stating whether the remuneration policy has been formally approved, the body responsible for its approval, date of approval and, if the issuer publishes the policy, locations on the web where the document can be consulted

The Company follows the guidelines of the Controlling Group and remuneration references obtained through salary surveys carried out by specialized consultancies. The Board of Directors approved on February 27, 2024 the Directors' Remuneration Policy ("Remuneration Policy" or "Policy"), which is available on our website (www.engie.com.br/investors).

The remuneration practice for members of the Board of Directors, the Executive Board (provided for in the Bylaws), the Fiscal Council and Committees aims to attract and retain professionals and executives aligned with our business guidelines, values and culture. The practice considers market analysis, the knowledge required to perform the function, the complexity of the activities and the expected results that are based on business objectives.

Additionally, the members of the Committees who are part of our staff are not remunerated to perform such role, except (i) for the Leader of the Strategic Committee, who receives an additional monthly remuneration equal to that of the members of the Board of Directors, in which he also participates as an Advisor, and (ii) for the Independent Special Committee for Reviewing Transactions with Related Parties, whose members are remunerated upon completion of the work for which the Committee was established.

b) Practices and procedures adopted by the Board of Directors to define the individual remuneration of the Board of Directors and management:

(i) issuer's bodies and committees that participate in the decision-making process describing how they participate;

The remuneration amounts are proposed by our controlling shareholder, ENGIE Brasil Participações Ltda., according to criteria established globally and subsequently approved at our General Meeting. This amount does not change during the year, as it is defined for each year according to limits approved by the General Meeting for each fiscal year (January to December).

The remuneration of the Fiscal Council, if any, is set by the General Meeting that elects them, in accordance with market practices, and cannot be less, for each member in office, than 10% of the amount assigned to the average fixed remuneration of the statutory board, not considering benefits and variable remuneration.

(ii) criteria and methodology used to establish individual remuneration, stating whether studies are used to determine market practices, and, if so, the comparison criteria and the scope of these studies;

Fixed remuneration uses as a reference the median of the Brazilian market, according to market salary surveys carried out annually with specialized consultancies, with the aim of allowing comparisons between the amount paid to executives by companies of similar size and revenue, with a greater share of those that operate in the Brazilian electricity sector, and also observing the internal consistency of our Controlling Group.

Variable remuneration aims to provide competitive remuneration levels in relation to those existing in the market, reciprocate efforts in building results and values generated by the Company by paying a bonus connected with performance to motivate the fulfillment of business and strategic objectives, which reflects the Company's culture and values and those of the Controlling Company.

(iii) how often and how the Board of Directors assesses the adequacy of the issuer's remuneration policy.

Eventually, the Company reassess the Policy's adherence to identified needs, and any changes or updates must be approved by the Board of Directors and communicated in a timely manner to Brazil's Securities and Exchange Commission – CVM and B3.

c) Composition of remuneration

i. description of the various elements that make up the remuneration, including a description of each of them

The composition of the total remuneration of the members of the Board of Directors, the Executive Board, the Fiscal Council and the Statutory Audit Committee is proposed by the controlling shareholder, ENGIE Brasil Participações Ltda., according to criteria established at a global level, and may be composed of fixed remuneration, a bonus and a long-term incentive. The maximum remuneration of the aforementioned Management bodies is approved annually by our General Meeting pursuant to Law No. 6,404/76.

The composition of the remuneration is established as follows:

Board of Directors

The total remuneration of the Board of Directors is made up of the items below, with the maximum global amount approved by the General Meeting:

- Fixed remuneration (*pro labore*): consisting of 13 monthly installments, which aim to directly compensate for services provided in line with market practices. Additionally, the Leader of the Strategic Committee, who also participates in the Board of Directors, receives a fixed remuneration as a result of his or her participation in this committee;
- Variable remuneration: The Chairman of the Board of Directors receives a variable portion calculated based on the results achieved by the Company, considering financial and operational indicators. Such remuneration is directly related to collective and individual performance results, with the objective of compensating the executive for the results achieved, aligned with our business guidelines, values and culture. Furthermore, as defined in the Collective Bargaining Agreement, a standing member of the Board of Directors, elected by the employees, may also receive variable remuneration calculated based on the average of the amounts paid to employees in the previous year, as Profit Sharing (PLR) and Managerial Bonus. Pursuant to the Bylaws, the Company currently have a standing member of the Board of Directors (and an alternate) elected by employees; and
- Post-employment benefit: this item is only offered to board members who have an employment contract with the Company: the Chairman of the Board and the member elected by the employees. The Company are the sponsor of a supplementary pension plan, according to the Defined Contribution model, managed by PREVIG, in which the cost of benefits is made up of contributions from participants and the sponsor. The Company's contribution corresponds to the same amount as the employees' basic contribution, limited to a ceiling in accordance with the plan's regulations. Such remuneration aims to offer an attractive long-term incentive in line with market practices.

The payment of the Chairman of the Board is made by the controlling company, ENGIE Brasil Participações Ltda., with which it has an individual employment contract, with 40% of the amount, including charges, reimbursed by the Company.

The individual remuneration of the members of the Board of Directors does not exceed the individual remuneration of the members of the Executive Board.

Executive Board

The remuneration of the members of the Executive Board (provided for in the bylaws) is divided into fixed and variable installments and its maximum annual value is approved by the General Meeting.

- Fixed remuneration (*pro labore*): Consisting of 13.33 monthly installments, which aim to directly compensate for the services provided. Additionally, the benefits offered by the Company make up indirect remuneration, such as: healthcare assistance, annual medical check-up, supermarket vouchers and life insurance. Fixed remuneration aims to offer an attractive package in line with market practices;
- Variable remuneration: the amount of variable remuneration, consisting of bonuses and profit sharing, can vary between 40% and 81% of the fixed annual remuneration, according to the executive's position, challenges and established goals, having the objective to reward executives for the Company's short and medium-term results. Payment occurs in the first half of the following year, after the end of the base year, based on collective and individual performance evaluation;
- Post-employment benefit: the Company is sponsor of a supplementary pension plan, according the Defined Contribution model, managed by PREVIG, in which the cost of benefits is made up of contributions from participants and the sponsor. The Company's contribution corresponds to the same amount as the employees' basic contribution, limited to a ceiling in accordance with the plan's regulations. Such remuneration aims to offer an attractive long-term incentive in line with market practices; and
- Share-based remuneration: the direct controlling shareholder, ENGIE Brasil Participações Ltda., offers the Executive Board a Long-Term Incentive Plan (ILP) connected with the performance of Phantom Shares and corporate indicators, at the end of 3 years, and also to Performance Shares, as described in item 8.19 of this Reference Form.

Non-Statutory Board

As of November 1, 2023, the Legal Advisory Department was elevated to the level of Legal and Ethics Officer, and the role of Legal and Ethics Officer was taken over by the then Legal Manager, considered a Functional Officer (not provided for in the Bylaws). The remuneration practice of the Functional Officer (Non-Statutory) follows current Labor Legislation and Collective Labor Agreements.

Fiscal Council

The remuneration (*pro labore*) consists of fixed remuneration, the amount of which is set and approved by the General Meeting and paid in 13 monthly installments. The *pro labore* cannot be less, for each standing member, than 10% of the average monthly remuneration of executive officers, not considering benefits and variable remuneration. The purpose of such remuneration is to perform the functions required of the Fiscal Council.

Independent Special Committee for Reviewing Transactions with Related Parties

The Committee's remuneration is defined by the Board of Directors per project, not exceeding one (1) additional remuneration per month for members who already hold a position in the Company. When convening, the Board of Directors must define the term of operation of the Committee and payment of remuneration.

Over the past three years there were no payments as remuneration for the participants of this Committee.

Statutory Audit Committee

The remuneration of the Statutory Audit Committee is set by the Board of Directors, with all members receiving fixed remuneration paid in 13 equal installments during the year. Members of the Statutory Audit Committee who perform other duties with our Board of Directors will receive cumulative fees as members of the Board of Directors and as members of the Statutory Audit Committee.

- *proportion of each element in total remuneration in relation to the past three years.*

The share of fixed remuneration, variable remuneration and acknowledged benefits, in relation to total remuneration, is represented by the following percentages:

Total remuneration for the Fiscal Year on Dec 31, 2023					
	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee	Total
Fixed annual remuneration	91.10%	65.1%	100.0%	100.0%	73.6%
Salary or remuneration (<i>pro labore</i>)	85.7%	57.9%	100.0%	100.0%	67.3%
Direct and indirect benefits	0.6%	7.2%	0.0%	0.0%	5.1%
Participation in committees	4.8%	0.0%	0.0%	0.0%	1.2%
Others	0.0%	0.0%	0.0%	0.0%	0.0%
Description of other fixed remuneration	-	-	-	-	-
Variable remuneration	6.5%	24.8%	0.0%	0.0%	18.8%
Bonus	4.4%	8.2%	0.0%	0.0%	6.8%
Profit sharing	2.1%	16.6%	0.0%	0.0%	12.0%
Participation in meetings	0.0%	0.0%	0.0%	0.0%	0.0%
Commissions	0.0%	0.0%	0.0%	0.0%	0.0%
Others	0.0%	0.0%	0.0%	0.0%	0.0%
Description of other variable remuneration	-	-	-	-	-
Post-employment benefit	0.7%	5.0%	0.0%	0.0%	3.7%
Benefits arising from position termination	0.0%	0.0%	0.0%	0.0%	0.0%
Action-based	1.7%	5.1%	0.0%	0.0%	3.9%
Total remuneration ¹	100.00%	100.0%	100.0%	100.0%	100.0%

Total remuneration for the Fiscal Year on Dec 31, 2022					
	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee	Total
Fixed annual remuneration	71.5%	57.2%	100.0%	100.0%	63.4%
Salary or remuneration (<i>pro labore</i>)	67.0%	50.9%	100.0%	100.0%	58.0%
Direct and indirect benefits	0.1%	6.3%	0.0%	0.0%	4.4%
Participation in committees	4.4%	0.0%	0.0%	0.0%	1.0%
Others	0.0%	0.0%	0.0%	0.0%	0.0%
Description of other fixed remuneration	-	-	-	-	-
Variable remuneration	24.5%	35.2%	0.0%	0.0%	30.4%
Bonus	23.8%	29.2%	0.0%	0.0%	26.0%
Profit sharing	0.7%	6.0%	0.0%	0.0%	4.4%
Participation in meetings	0.0%	0.0%	0.0%	0.0%	0.0%
Commissions	0.0%	0.0%	0.0%	0.0%	0.0%
Others	0.0%	0.0%	0.0%	0.0%	0.0%
Description of other variable remuneration	-	-	-	-	-
Post-employment benefit	1.2%	5.6%	0.0%	0.0%	4.2%
Benefits arising from position termination	0.0%	0.0%	0.0%	0.0%	0.0%
Action-based	2.8%	2.0%	0.0%	0.0%	2.0%
Total remuneration ¹	100.0%	100.0%	100.0%	100.0%	100.0%

Total remuneration for the Fiscal Year on Dec 31, 2021					
	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee	Total
Fixed annual remuneration	77.5%	52.6%	100.0%	100.0%	60.7%
Salary or remuneration (<i>pro labore</i>)	72.9%	47.6%	100.0%	100.0%	56.0%
Direct and indirect benefits	0.3%	5.0%	0.0%	0.0%	3.8%
Participation in committees	4.3%	0.0%	0.0%	0.0%	0.9%
Others	0.0%	0.0%	0.0%	0.0%	0.0%
Description of other fixed remuneration	-	-	-	-	-
Variable salary	19.1%	28.7%	0.0%	0.0%	25.0%
Bonus	11.5%	12.7%	0.0%	0.0%	11.7%
Profit sharing	7.6%	16.0%	0.0%	0.0%	13.3%
Participation in meetings	0.0%	0.0%	0.0%	0.0%	0.0%
Commissions	0.0%	0.0%	0.0%	0.0%	0.0%
Others	0.0%	0.0%	0.0%	0.0%	0.0%
Description of other variable remuneration	-	-	-	-	-
Post-employment benefit	1.2%	4.9%	0.0%	0.0%	3.8%
Benefits arising from position termination	0.0%	0.0%	0.0%	0.0%	0.0%
Action-based	2.2%	13.8%	0.0%	0.0%	10.5%
Total remuneration ¹	100.0%	100.0%	100.0%	100.0%	100.0%

(1) According to Circular Letter/Annual-2024-CVM/SEP, the employer's social charges are not covered by the "benefit of any nature", not being included in the global or individual remuneration amounts in the remuneration tables of this item.

Fixed monthly, variable remuneration, benefits and contributions of the Chairman of our Board of Directors are paid by the Controlling company, ENGIE Brasil Participações Ltda., with which said member maintains an individual employment contract due to his position as CEO of ENGIE Brasil Participações Ltda., and 40% of such amount, including charges, is reimbursed by the Company. The reimbursement practice is applied in proportion to the executive's dedication to the Company's activities.

- *Methodology for calculating and adjusting each of the remuneration elements*

The remuneration amounts for the members of the Board of Directors, Executive Board, Fiscal Council and the Company's Committees are proposed by the Controlling Company, according to criteria established at a global level and, subsequently, approved at the General Meeting. This amount does not change during the year, as it is defined for each year according to limits approved by the General Meeting for the fiscal year (January to December).

Remuneration is defined according to the nature and responsibilities of each position, based on market research carried out periodically by specialized consultancies.

- *Main performance indicators taken into account, including, where applicable, indicators linked to ESG issues*

To compose the remuneration, two primary indicators of equal weight are used relating to ESG issues:

- Care for the health and safety of employees; and
- Gender diversity in the workforce.

In positioning Officers' remuneration in relation to the market, quantitative and qualitative indicators are used, level of contribution to results, general performance and experience.

Variable remuneration is directly related to corporate and individual performance results, and considers:

- Financial and operational indicators for the year: evolution of Company's EBITDA, free cash generation, net result, operating expenses, solidarity with the results of the parent company, ENGIE Brasil Participações Ltda., etc.;
- Individual indicators: achievement of goals, industrial and/or financial results; and
- Four indicators are used to determine the performance results proposed within the scope of the ILP: ROCE (return on capital employed) of the ENGIE Group, TSR (total shareholder return), RNRPG (recurring net revenue) and CSR (Corporate Social Responsibility).

ii. reasons justifying the composition of the remuneration

The Officers' Remuneration Policy, approved by the Board of Directors on February 27, 2024, aims to establish the compensation guidelines for members of the Board of Directors, Supervisory Board, Executive Board and Company Committees. Based on market practices and aims to attract and retain professionals and executives compatible with the Company's needs.

iii. existence of members not remunerated by the Company and the reason for this fact

There are no unpaid members in the Company who make up the Board of Directors, the Executive Board, the Functional Board (Non-Statutory), the Fiscal Council and the Committees mentioned in item "8.1.a" of this Management Proposal.

d) existence of remuneration supported by subsidiaries, controlled companies or direct or indirect controlling entities

There are no payments made by subsidiaries or controlled companies for the position held in the Company's Management.

The Controlling Group does not make any type of payment to our Executive Board or Board of Directors, except:

- Fixed monthly and variable remuneration, benefits and contributions arising from the individual employment contract maintained with the Chairman of the Board of Directors, who accumulates corporate roles in the Company. Such costs are partially reimbursed by us in proportion to the executive's dedication to the activities;
- The one mentioned in letter "c", a performance share plan (Performance Shares) of a corporate nature and aims to reinforce employee engagement.

e) existence of any remuneration or benefit linked to the occurrence of a specific corporate event, such as the sale of corporate control of the issuer

This does not apply to the Company.

8.2 Total remuneration of the Board of Directors, Executive Board and Fiscal Council acknowledged in the results of the past three fiscal years and expected for the current fiscal year

Total remuneration expected for the current Fiscal Year on Dec 31, 2024 - Annual amounts in Reais				
	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members ("b")	18	8	6	32
Number of paid members ("c")	18	8	6	32
Fixed annual remuneration	8,163,805.60	12,523,657.28	937,489.44	21,624,952.32
Salary or remuneration (<i>pro labore</i>)	7,494,194.35	11,342,501.28	907,489.44	19,744,185.07
Direct and indirect benefits	207,610.00	1,181,156.00	30,000.00	1,418,766.00
Participation in committees	462,001.25	-	-	462,001.25
Others	-	-	-	-
Variable remuneration	1,060,820.28	11,496,025.84	-	12,556,846.12
Bonus	904,856.28	7,917,738.84	-	8,822,595.12
Profit sharing	155,964.00	3,578,287.00	-	3,734,251.00
Participation in meetings	-	-	-	-
Commissions	-	-	-	-
Others	-	-	-	-
Post-employment benefit	47,863.39	1,605,433.30	-	1,653,296.69
Benefits arising from position termination	-	-	-	-
Action-based	-	2,401,350.48	-	2,401,350.48
Comments	<p>The number of members of each body (letter "b") was set as specified in Circular Letter/Anual-2024-CVM/SEP. Given that the 2024 fiscal year is the current fiscal year, the numbers above were inserted based on the Company's forecast, as requested by the social charges borne by the employer are not covered by the Circular Letter. "benefit of any nature", not being included in the global remuneration amounts in the tables of this item. For more information about social remuneration, see item 8.20 of this Reference Form.</p> <p>In line with Item 8.1 (c) (i) – "Board of Directors" and 8.1 (d), the fixed monthly and variable remuneration, benefits and contributions of the Chairman of our Board of Directors are paid by the Controlling Company, ENGIE</p>			

Brasil Participações Ltda., with social charges borne by the employer, see individual employment contract item 8.20 of this item 8.20 of this due to his position as President of Reference Form. Reference Form.

ENGIE Brasil Participações Ltda., 40% of which value, including charges, reimbursed by the Company. The reimbursement practice is applied in proportion to the executive's dedication to the Company's activities.

Therefore, considering that reimbursement is an amount spent by the Company with its administrator, it is provided for in the annual amounts presented in this item 8.2.

Total remuneration	9,272,489.27	28,026,466.90	967,489.44	38,266,445.61
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Total remuneration for the Fiscal Year on Dec 31, 2023 – Annual amounts in Reais				
	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members ("b")	18	8	6	32
Number of paid members ("c")	13	8	6	27
Fixed annual remuneration	5,613,418.22	11,452,495.43	856,241.96	17,922,155.61
Salary or remuneration (<i>pro labore</i>)	5,283,084.80	10,185,679.75	856,241.96	16,325,006.51
Direct and indirect benefits	35,110.98	1,266,815.68	-	1,301,926.66
Participation in committees	295,222.44	-	-	295,222.44
Others	-	-	-	-
Variable remuneration	403,378.40	4,366,842.53	-	4,770,220.93
Bonus	273,370.83	1,449,384.35	-	1,722,755.18
Profit sharing	130,007.57	2,917,458.18	-	3,047,465.75
Participation in meetings	-	-	-	-
Commissions	-	-	-	-
Others	-	-	-	-
Post-employment benefit	45,693.97	886,136.13	-	931,830.10
Benefits arising from position termination	-	-	-	-
Action-based	102,109.41	898,440.73	-	1,000,550.14

The number of members of each body (letter "b") was set as specified in Circular Letter/Anual-2024-CVM/SEP.

According to Circular Letter/Anual-2024-CVM/SEP, the social charges members of each body members of each body borne by the employer are not (letter "b") was set as (letter "b") was set as covered by the "benefit of any nature", not being included in the Letter/Anual-2024- global or individual remuneration CVM/SEP.

amounts in the remuneration tables of this item. For more information According to Circular According to Circular about social charges borne by the Letter/Anual-2024- Letter/Anual-2024- employer, see item 8.20 of this CVM/SEP, the social CVM/SEP, the social charges borne by the charges borne by the employer are not employer are not

Comments
In line with Item 8.1 (c) (i) – "Board covered by the covered by the of Directors" and 8.1 (d), the fixed "benefit of any nature", "benefit of any nature", monthly and variable remuneration, not being included in not being included in benefits and contributions of the the global or individual the global or individual Chairman of the Board of Directors remuneration amounts remuneration amounts are paid by the Controlling in the remuneration in the remuneration Company, ENGIE Brasil tables of this item. For tables of this item. For Participações Ltda., with which said more information more information member maintains an individual about social charges about social charges employment contract due to his borne by the employer, borne by the employer, position as President of ENGIE see item 8.20 of this see item 8.20 of this Brasil Participações Ltda., 40% of Reference Form. Reference Form. which value, including charges, reimbursed by the Company. The reimbursement practice is applied in proportion to the executive's dedication to the Company's activities.

Therefore, considering that reimbursement is an amount spent by the Company with its administrator, it is provided for in the annual amounts presented in this item 8.2.

Total remuneration	6,164,600.00	17,603,914.82	856,241.96	24,624,756.78
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Total remuneration for the Fiscal Year on Dec 31, 2022 – Annual amounts in Reais

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members ("b")	18	8	6	32
Number of paid members ("c")	13	8	6	27
Fixed annual remuneration	4,135,698.88	9,866,868.15	974,398.39	14,976,965.42
Salary or remuneration (<i>pro labore</i>)	3,875,272.39	8,773,572.48	974,398.39	13,623,243.24
Direct and indirect benefits	4,285.75	1,093,295.67	-	1,097,581.42
Participation in committees	256,140.74	-	-	256,140.74
Others	-	-	-	-
Description of other fixed remuneration	-	-	-	-
Variable remuneration	1,413,741.76	6,074,791.53	-	7,488,533.29
Bonus	1,375,226.40	5,034,694.16	-	6,409,920.56
Profit sharing	38,515.36	1,040,097.37	-	1,078,612.73
Participation in meetings	-	-	-	-
Commissions	-	-	-	-
Others	-	-	-	-
Description of other variable remuneration	-	-	-	-
Post-employment benefit	76,399.45	934,476.87	-	1,010,876.32
Benefits arising from position termination	-	-	-	-
Action-based	160,150.32	345,115.09	-	505,265.41

The number of members of each body (letter "b") was set as specified in Circular Letter/Anual-2024-CVM/SEP.	The number of members of each body (letter "b") was set as specified in Circular Letter/Anual-2024-CVM/SEP.	The number of members of each body (letter "b") was set as specified in Circular Letter/Anual-2024-CVM/SEP.
According to Circular CVM/SEP.	According to Circular CVM/SEP.	According to Circular CVM/SEP.
Letter/Anual-2024-CVM/SEP, the social charges borne by the employer are not covered by the "benefit of any nature", not being included in the global remuneration tables of this item. For more information about social charges borne by the employer, see item 8.20 of this Reference Form.	According to Circular CVM/SEP, the social charges borne by the employer are not covered by the "benefit of any nature", not being included in the global remuneration tables of this item. For more information about social charges borne by the employer, see item 8.20 of this Reference Form.	According to Circular CVM/SEP, the social charges borne by the employer are not covered by the "benefit of any nature", not being included in the global remuneration tables of this item. For more information about social charges borne by the employer, see item 8.20 of this Reference Form.
Others	Others	Others

In line with Item 8.1 (c) (i) – “Board remuneration tables of remuneration tables of Directors” and 8.1 (d), the fixed this item. For more this item. For more monthly and variable information about information about remuneration, benefits and social charges borne social charges borne contributions of the Chairman of by the employer, see by the employer, see the Board of Directors are paid by item 8.20 of this item 8.20 of this the Controlling Company, ENGIE Reference Form. Reference Form.

Brasil Participações Ltda., with which said member maintains an individual employment contract due to his position as President of ENGIE Brasil Participações Ltda., 40% of which value, including charges, reimbursed by the Company. The reimbursement practice is applied in proportion to the executive's dedication to the Company's activities.

Therefore, given that reimbursement is an amount spent by the Company with its administrator, it is provided for in the annual amounts presented in this item 8.2.

Total remuneration	5,785,990.41	17,221,251.64	974,398.39	23,981,640.44
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Total remuneration for the Fiscal Year on Dec 31, 2021 – Annual amounts in Reais

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members ("b")	17.67	8	6	31.67
Number of paid members ("c")	14.67	8	6	28.67
Fixed annual remuneration	3,961,103.88	9,333,331.98	736,024.04	14,030,460.90
Salary or remuneration (<i>pro labore</i>)	3,724,270.45	8,439,991.15	736,024.04	12,900,286.64
Direct and indirect benefits	16,029.00	893,340.83	-	909,369.83
Participation in committees	220,804.43	-	-	220,804.43
Others	-	-	-	-
Variable remuneration	975,714.88	5,092,874.77	-	6,068,589.65
Bonus	588,835.59	2,255,922.23	-	2,844,757.82
Profit sharing	386,879.29	2,836,952.54	-	3,223,831.83
Participation in meetings	-	-	-	-
Commissions	-	-	-	-
Others	-	-	-	-
Post-employment benefit	58,003.10	852,205.55	-	910,208.65
Action-based	111,441.27	2,434,539.14	-	2,545,980.41

Comments	The number of members of each body (letter "b") was set as specified in Circular Letter/Anual-2024-(letter "b") was set as CVM/SEP. The number of members of each body (letter "b") was set as specified in Circular Letter/Anual-2024-(letter "b") was set as CVM/SEP. The number of members of each body (letter "b") was set as specified in Circular Letter/Anual-2024-(letter "b") was set as CVM/SEP.
	According to Circular Letter/Anual-CVM/SEP. According to Circular Letter/Anual-CVM/SEP, the social charges borne by the employer are not covered by the "benefit of any nature", not being included in the CVM/SEP, the social

global or individual remuneration charges borne by the charges borne by the amounts in the remuneration tables employer are not employer are not of this item. For more information covered by the covered by the "benefit about social charges borne by the "benefit of any nature", of any nature", not employer, see item 8.20 of this not being included in being included in the Reference Form.

In line with Item 8.1 (c) (i) – “Board of Directors” and 8.1 (d), the fixed monthly and variable remuneration benefits and contributions of the Chairman of the Board of Directors are paid by the Controlling Company, ENGIE Brasil Participações Ltda., with which said member maintains

an individual employment contract due to his position as President of ENGIE Brasil Participações Ltda., 40% of which value, including charges, reimbursed by the Company. The reimbursement practice is applied in proportion to the executive's dedication to the Company's activities.

Therefore, considering that reimbursement is an amount spent by the Company with its administrator, it is provided for in the annual amounts presented in this item 8.2.

Total remuneration	5,106,263.13	17,712,951.44	736,024.04	23,555,238.61
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8.3 Variable remuneration

Fiscal Year: Dec 31, 2024

(Amounts in Reais)	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	18	8	6	32.00
Number of paid members	2	8	0	10.00
Clarification			The Company do not pay the Fiscal Council on a variable basis.	
Bonus				
Minimum amount provided for in the remuneration plan	-	-	-	-
Maximum amount provided for in the remuneration plan	904,856.28	7,917,738.84	-	8,822,595.12
Amount provided in the remuneration plan, if the goals are achieved	452,428.14	3,958,869.42	-	4,411,297.56
Profit sharing				
Minimum amount provided for in the remuneration plan	-	-	-	-
Maximum amount provided for in the remuneration plan	155,964.00	3,578,287.00	-	3,734,251.00
Value foreseen in the remuneration plan, if the goals are achieved	155,964.00	3,578,287.00	-	3,734,251.00

Fiscal Year: Dec 31, 2023

(Amounts in Reais)	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	18	8	6	32.00
Number of paid members	2	8	0	10.00
Clarification			The Company do not pay the Fiscal Council on a variable basis.	
Bonus				
Minimum amount provided for in the remuneration plan	-	-	-	-
Maximum amount provided for in the remuneration plan	931,036.43	6,779,172.67	-	7,710,209.10
Value foreseen in the remuneration plan, if the goals are achieved	465,518.22	3,389,586.34	-	3,855,104.56
Amount effectively acknowledged in the results of the fiscal year	273,370.83	1,449,384.35	-	1,722,755.18
Profit sharing				
Minimum amount provided for in the remuneration plan	-	-	-	-
Maximum amount provided for in the remuneration plan	582,457.05	2,864,441.05	-	3,446,898.10
Amount provided in the remuneration plan, if the goals are achieved	582,457.05	2,864,441.05	-	3,446,898.10
Amount actually acknowledged in the results of the fiscal year	130,007.57	2,917,458.18	-	3,047,465.75

Acknowledged over the past three fiscal years:**Fiscal Year: Dec 31, 2022**

(Amounts in Reais)	Board of Directors	Board Executive	Fiscal Council	Total
Total number of members	18	8	6	32.00
Number of paid members	2	8	0	10.00
Clarification			The Company do not remunerate the Fiscal Council on a variable basis.	
Bonus				
Minimum amount provided for in the remuneration plan	-	-	-	-
Maximum amount provided for in the remuneration plan	754,191.39	2,544,891.98	-	3,299,03.37
Amount provided in the remuneration plan, if the goals are achieved	377,095.70	1,272,445.99	-	1,649,541.69
Amount actually acknowledged in the results of the fiscal year				-
Profit sharing				
Minimum amount provided for in the remuneration plan	-	-	-	-
Maximum amount provided for in the remuneration plan	469,758.75	2,557,334.35	-	3,027,093.10
Amount provided in the remuneration plan, if the goals are achieved	469,758.75	2,557,334.35	-	3,027,093.10
Amount actually acknowledged in the results of the fiscal year	1,413,741.76	6,074,791.53	-	7,488,533.29

Fiscal Year: Dec 31, 2021

(Amounts in Reais)	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	17.67	8	6	31.67
Number of paid members	2	8	0	10.00
Clarification			The Company do not remunerate the Fiscal Council on a variable basis.	
Bonus				
Minimum amount provided for in the remuneration plan	-	-	-	-
Maximum amount provided for in the remuneration plan	815,035.22	3,027,198.28	-	3,742,233.50
Amount provided in the remuneration plan, if the goals are achieved	407,517.61	1,513,599.14	-	1,921,116.75
Amount actually acknowledged in the results of the fiscal year				-
Participation in the result				
Minimum amount provided for in the remuneration plan	-	-	-	-
Maximum amount provided for in the remuneration plan	519,809.78	2,741,619.25	-	3,261,429.03
Amount provided in the remuneration plan, if the goals are achieved	259,904.89	1,370,809.63	-	1,630,714.52
Amount actually acknowledged in the results of the fiscal year	975,714.88	5,092,874.77	-	6,068,589.65

8.4 Share-based compensation plan

The Company offers its Managers a Long-Term Incentive Plan (ILP) maintained by the direct controlling shareholder, ENGIE Brasil Participações Ltda. ("ENGIE Brasil Participações").

a) general terms and conditions

As described in items 8.1 and 8.5, 8.6, 8.7 and 8.8, for medium and long-term objectives, the direct controlling company, ENGIE Brasil Participações, offers the Executive Board and certain members of the Board of Directors a share-based ILP Phantom Shares of the Company.

b) approval date and responsible body

The ILP Plan is approved by ENGIE Group CEO Catherine MacGregor and the latest plan was approved in mid-2022.

c) maximum number of shares covered

There is no maximum number of shares covered. The maximum number of Phantom Shares to be distributed corresponds to the sum of the maximum individual value as described in item "d" below divided by the value of the shares.

d) maximum number of options to be granted

As described in item "e" below, the value of the ILP (% of the annual salary converted into Phantom Shares) is limited to 130% of the Company's salary range for the executive's position plus the ILP defined for that position on the grant date. The annual base salary added to the adjusted ILP cannot exceed this limit.

e) share acquisition conditions

The ILP is intended for executives of the Company and the direct controlling shareholder, ENGIE Brasil Participações, who hold a Management contract and a position on the companies' Executive Board. The controlling shareholder annually determines which executives will be eligible for ILP.

f) criteria for setting the purchase or vesting price

The market value of Phantom Shares is calculated using the simple average of the closing price of the EGIE3 share in the three months prior to the grant date. At the end of the three years of the plan, the market value of these phantom shares (again calculated using the average closing of EGIE3 in the three months prior to the end date) will be the basis of the amount of the premium to be paid for achieving the goals. The end date will be the 15th day of May following the 3rd year of the plan, after the results of the previous year are closed.

g) criteria for establishing the purchase or vesting period

The ILP establishes that the duration of the plan will be three years, according to the last review carried out in mid-2022 – see item 8.4 (b).

h) settlement method

The plan involves a specific deferred bonus, paid in cash, after a three-year vesting period. The payment of ILP to the Statutory Officers is made by us and to the Chairman of the Board of Directors by the direct controlling company, ENGIE Brasil Participações and reimbursed by the Company.

i) restrictions on the transfer of shares

Given that the ILP provides for the payment of a specific deferred bonus based on phantom shares, it is not possible to transfer the shares.

j) criteria and events that, when existing, will result in the suspension of, change in or termination of the plan

The direct controlling shareholder, ENGIE Brasil Participações, has the prerogative, at any time with or without prior notice, to modify, change, adjust, insert or eliminate the conditions of the ILP, as well as opt for the decision to cancel future grants, regardless of justification.

k) effects of the officers' retirement from the issuer's bodies on his or her rights provided for in the share-based remuneration plan

Executives who leave the Company before the end of the three-year grace period provided for in the ILP will automatically waive the right to any payment within the plan. Exceptions will apply if: termination of the relationship with the Company to carry out activities in other companies of the ENGIE Group, for retirement purposes due to length of service or disability, to join voluntary termination programs, due to termination without cause by the Company's decision or as a result of the death of the executive.

8.5 Share-based remuneration (Stock Purchase Options)

Fiscal year: Dec 31, 2024

	Board of Directors	Executive Board
Total number of members	18	8
Number of paid members	0	7
Clarification	<p>The members of the Board of Directors are not eligible to be granted shares under the Long-Term Incentive Plan (ILP) when performing their duties for the Company. Occasionally, they may receive, as directors, amounts resulting from shares granted during their term as Company's Director.</p>	
Weighted average vesting price:		
Options open at the beginning of the fiscal year	-	-
Options lost during the fiscal year	-	-
Options vested during the fiscal year	-	2,401,350.52
Options expired during the fiscal year	-	-

Fiscal year: Dec 31, 2023

	Board of Directors	Executive Board
Total number of members	18	8
Number of paid members	1	4
Weighted average vesting price:		
Options open at the beginning of the fiscal year	-	-
Options lost during the fiscal year	-	-
Options vested during the fiscal year	102,109.41	898,440.73
Options expired during the fiscal year	-	-

Exercise: Dec 31, 2022

	Board of Directors	Executive Board
Total number of members	18	8
Number of paid members	1	8
Weighted average vesting price:		
(a) Options open at the beginning of the fiscal year	-	-
(b) Options lost during the fiscal year	-	-
(c) Options vested during the fiscal year	160,150.32	345,115.09
(d) Options expired during the fiscal year	-	-

Exercise: Dec 31, 2021

	Board of Directors	Executive Board
Total number of members	17.67	8
Number of paid members	1	8
Weighted average vesting price:		
(a) Options open at the beginning of the fiscal year	-	-
(b) Options lost during the fiscal year	-	-
(c) Options vested during the fiscal year	111,441.27	2,434,539.14
(d) Options expired during the fiscal year	-	-

8.6 Grant of stock purchase options

Grants planned for the current fiscal year (2024)

	Executive Board
Total number of members	8
Number of paid members	8
Grant date	03/15/2024
Number of options granted	51,674
Deadline for options to be vested	03/15/2027
Maximum period for vesting options	03/15/2027
Restriction period for the transfer of shares	Not applicable

Share-based grant – year ending on Dec 31, 2023

	Executive Board
Total number of members	8
Number of paid members	8
Grant date	03/15/2023
Number of options granted	51,005
Deadline for options to be vested	03/15/2026
Maximum period for vesting options	03/15/2026
Restriction period for the transfer of shares	Not applicable
Amount of options on the grant date (simple average of the closing price in the three months preceding the grant)	R\$ 38.29
Multiplication of the number of shares granted by the fair value of the options on the date of grant	1,952,981.45

Share-based grant – year ending on Dec 31, 2022

	Executive Board
Total number of members	8
Number of paid members	8
Grant date	03/15/2022
Number of options granted	62,421
Deadline for options to be vested	03/15/2025
Maximum period for vesting options	03/15/2025
Restriction period for the transfer of shares	Not applicable
Amount of options on the grant date (simple average of the closing price in the three months preceding the grant)	R\$ 39.44
Multiplication of the number of shares granted by the fair value of the options on the date of grant	2,461,884.24

Share-based grant – year ending on Dec 31, 2021

	Executive Board
Total number of members	8
Number of paid members	8
Grant date	03/15/2021
Number of options granted	34,634
Deadline for options to be vested	03/15/2025
Maximum period for vesting options	03/15/2025
Restriction period for the transfer of shares	Not applicable
Amount of options on the grant date (simple average of the closing price in the three months preceding the grant)	R\$ 43.22
Multiplication of the number of shares granted by the fair value of the options on the date of grant	1,496,881.48

8.7 Open options

Until the date of submission of this document, there is no option open to the Board of Directors and the Executive Board.

8.8 Options vested and shares delivered

There were no Options vested and shares delivered relating to share-based compensation over the past fiscal years.

8.9 Potential dilution due to grant of shares

There was no share-based remuneration, in the form of shares to be delivered directly to the beneficiaries of the Board of Directors and the Executive Board, as acknowledged in the results of the past three fiscal years or provided for the current fiscal year.

8.10 Grant of shares

There were no grants of shares from the Board of Directors and the Statutory Board carried out over the past three fiscal years, and there is no forecast for the current fiscal year.

8.11 Shares deliveredJustification for not completing the table:

As of the date of submission of this document, there are no outstanding shares to be delivered directly to the beneficiaries of the Board of Directors and the Executive Board.

8.12 Pricing of shares/options

The Long-Term Incentive Plan ("ILP") is proposed annually by the direct controlling shareholder, ENGIE Brasil Participações Ltda., considering the following parameters:

- The individual amount will be established as a percentage of the executive's annual base salary.
- The nominal average performance amount in the past three years on the date of grant of the ENGIE S.A. performance share plan (Performance Shares) granted in the previous year will be deducted from the "ILP" amount.
- The resulting amount will be converted into a number of Phantom Shares in accordance with the market price of our share (EGIE3), determining the basis for the amount of the premium to be paid for achieving the objectives on the termination date of the plan.

a) pricing model

To calculate the grant of phantom shares, the market price of the share will be considered, calculated using the simple average of the EGIE3 closing price in the three months prior to the grant date. The grant date is the same as that set out in the Performance Shares plan of the indirect controlling shareholder, ENGIE S.A., generally in December of each year.

b) Details and assumptions used in the pricing model, including the weighted average share price, vesting price, expected volatility, option life, expected dividends and the risk-free interest rate

While the plan is in force, the number of shares allocated to determine the amount of the incentive may be increased proportionally based on the price of the share when we pay our shareholders dividends and interest on equity. Such adjustment will be made by calculating the dividend yield of the closing price of the EGIE3 share on the date.

The exact amount of the incentive will be calculated using the following formula: (% SB -- average in the past three years VF PSP) / EGIE3 share price on the plan start date = X number of phantom shares (Start). For the final amount of the shares, consider: X Number of phantom shares x EGIE3 share price on the final date. And the total payment will be the final price of the shares multiplied by the performance indicators. Where:

- % SB means a % of the annual base salary varying by the executive's salary scale on the plan's start date;
- VF PSP means the face value of ENGIE S.A.'s Performance Shares granted over the past three years, with EUR/BRL quotation and exchange rate on the date of grant of these shares.
- EGIE3 share price as detailed in item "a" of this section

c) method used and assumptions assumed to incorporate the expected effects of early vesting

There is no provision for early vesting in the share-based ILP model applied by the Group.

d) method for determining expected volatility

Not applicable to the share-based ILP plan model applied by the Group, since the volatility of shares was not considered in the calculation to set the bonus amount.

e) whether any other characteristic of the option was incorporated to the measurement of fair value

The total ILP payment will be a percentage of the price of the shares at the end of the cycle. Such percentage will be determined by the results achieved in the four performance indicators of the plan, over the three-year period of the plan: ROCE (return on capital employed) of the ENGIE group - 30%, total shareholder return - 25 %, RNRPG (net recurring revenue) - 25% and CSR (Corporate Social Responsibility) - 20%.

At the end of the three years of the plan, the market price of these shares (again calculated using the average closing of EGIE3 in the three months prior to the end date) will be the basis of the amount of the award to be paid for achieving the goals. The end date will be the 15th of March following the third year of the plan, after the results of the previous year are closed.

8.13 Shares held by body

As of December 31, 2023, we had 815,927,740 common shares, all of which are registered shares with no par value.

The table below shows the number of shares and other securities held by members of the Company's Boards and Officers:

Body	Number of shares held, as of December 31, 2023		
	Directly	Indirectly	Total
Board of Directors	43,855	-	43,855
Executive Board	1,150	-	1,150
Fiscal Council	4,983	-	4,983
Total	49,988	-	49,988

The shares held by these members correspond to 0.006127% of the shares issued.

The share price on December 31, 2023 was R\$ 45.22 per share.

8.14 Pension plans

(Amounts in Reais)	Board of Directors	Executive Board
Number of members	18	8
Number of paid members	1	8
Plan name	CD Plan	CD Plan
Number of Managers who qualify to retire	1	1
Conditions for retiring early ¹	1	6
Adjusted amount of contributions accrued in the pension plan until the end of the last fiscal year, minus the portion relating to contributions made directly by Managers	1,227,469.55	12,081,260.11
Total accrued amount of contributions made during the past fiscal year, minus the portion relating to contributions made directly by Managers	34,340.12	793,293.60
If there is a possibility of early redemption and what the conditions are ²	Not applicable	Applicable

(1) The minimum age for Normal Retirement is 60 years old, while for Early Retirement the minimum age is 48 years old.

(2) Since 2023, early redemption is applicable as long as it is within the specifications of Article 113 of the Previg Regulation.

8.15 Minimum, average and maximum remuneration

(Amounts in Reais)	Board of Directors			Statutory Board			Fiscal Council		
	Dec 31, 2023	Dec 31, 2022	Dec 31, 2021	Dec 31, 2023	Dec 31, 2022	Dec 31, 2021	Dec 31, 2023	Dec 31, 2022	Dec 31, 2021
Number of members	18	18	17.67	8	8	8	6	6	6
Number of paid members	13	13	14.67	8	8	8	6	6	6
Amount of the highest remuneration	2,827,277.30	2,093,212.03	2,080,483.95	3,856,088.03	3,318,269.17	3,371,882.49	179,152.72	164,715.37	151,343.96
Amount of the lowest remuneration	196,817.97	162,188.84	147,202.90	1,183,096.98	1,032,459.92	846,301.93	89,576.36	82,357.68	75,671.98
Average remuneration amount	474,200.00	445,076.19	348,075.20	2,200,489.35	2,152,656.46	2,214,118.93	142,706.99	162,399.73	122,670.67

Remarks and clarifications

Statutory Board

- Dec 31, 2023** The number of "total" and "paid" members was set as specified in CVM/SEP Annual Circular Letter 2024. The amount of the highest individual annual remuneration was calculated without any exclusion, considering all remunerations acknowledged in profit or loss. The member of the Board of Directors who received the highest individual remuneration in the fiscal year ended December 31, 2023 held the position for 12 months. The value of the lowest individual annual remuneration of the Board of Directors was determined considering the remunerations actually recognized in the results for the year, without any exclusion since all members held the position for 12 months. The average amount of the annual remuneration corresponds to the division of the total amount of the annual remuneration of each body (letter "e" of item 8.2) by the number of remunerated members reported for the respective body (letter "c" of item 8.2). According to Circular Letter/Anual-2024-CVM/SEP, the social charges borne by the employer are not covered by the "benefit of any nature", not being included in the global or individual remuneration amounts in the remuneration tables of this item.
- Dec 31, 2022** According to Circular Letter/Anual-2023-CVM/SEP, the employer's social charges are not covered by the "benefit of any nature", not being included in the global or individual remuneration amounts in the remuneration tables of this item. The members of the Executive Board and Boards identified with the highest and lowest remuneration held their position throughout the reporting period. The average amount of remuneration on the Fiscal Council in 2020 lower than the lowest remuneration is due to the beginning of payments to alternate members in the middle of the year, where remuneration was set as 50% of the amount assigned monthly to the member. The highest and lowest remuneration of the Statutory Audit Committee reflects the sum of eight months of payment in the 2020 financial year from its creation. The average amount of remuneration in the Statutory Audit Committee in 2020 higher than the highest remuneration is due to the period of less than 12 months in the year since its creation.
- Dec 31, 2021** According to Circular Letter/Anual-2023-CVM/SEP, the employer's social charges are not covered by "benefits of any nature", not being included in the global or individual remuneration amounts in the remuneration tables of this item. The members of the Executive Board and Boards identified with the highest and lowest remuneration held their position throughout the reporting period. The average amount of remuneration on the Fiscal Council in 2020 lower than the lowest remuneration is due to the beginning of payments to alternate members in the middle of the year, where remuneration was set as 50% of the amount assigned monthly to the member. The highest and lowest remuneration of the Statutory Audit Committee reflects the sum of eight months of payment in the 2020 financial year from its creation. The average value of remuneration in the Statutory Audit Committee in 2020 higher than the highest remuneration is due to the period of less than 12 months in the year since its creation.

Board of Directors

- Dec 31, 2023** The number of "total" and "paid" members was set as specified in CVM/SEP Annual Circular Letter 2024. The amount of the highest individual annual remuneration was calculated without any exclusion, considering all remunerations acknowledged in profit or loss. The member of the Board of Directors who received the highest individual remuneration in the fiscal year ended December 31, 2023 held the position for 12 months. The value of the Board's lowest individual annual remuneration was determined considering the remunerations actually recognized in the results for the year, without any exclusion since all members held the position for 12 months. The average amount of the annual remuneration corresponds to the division of the total amount of the annual remuneration of each body (letter "e" of item 8.2) by the number of remunerated members reported for the respective body (letter "c" of item 8.2). According to Circular Letter/Anual-2024-CVM/SEP, the social charges borne by the employer are not covered by the "benefit of any nature", not being included in the global or individual remuneration amounts in the remuneration tables of this item.
- Dec 31, 2022** According to Circular Letter/Anual-2023-CVM/SEP, the employer's social charges are not covered by the "benefit of any nature", not being included in the global or individual remuneration amounts in the remuneration tables of this item. The members of the Board of Directors and Councils identified with the highest and lowest remuneration held their position throughout the reporting period. The average amount of remuneration on the Fiscal Council in 2020 lower than the lowest remuneration is due to the beginning of payments to alternate members in the middle of the year, where remuneration was set as 50% of the amount assigned monthly to the member. The highest and lowest remuneration of the Statutory Audit Committee reflects the sum of eight months of payment in the 2020 financial year from its creation. The average amount of remuneration in the Statutory Audit Committee in 2020 higher than the highest remuneration is due to the period of less than 12 months in the year since its creation.
- Dec 31, 2021** According to Circular Letter/Anual-2023-CVM/SEP, social charges borne by the employer are not covered by "benefits of any nature", not being included in the global or individual remuneration amounts in the remuneration tables of this item. The members of the Board of Directors and Councils identified with the highest and lowest remuneration held their position throughout the reporting period. The average amount of remuneration on the Fiscal Council in 2020 lower than the lowest remuneration is due to the beginning of payments to alternate members in the middle of the year, where remuneration was set as 50% of the amount assigned monthly to the member. The highest and lowest remuneration of the Statutory Audit Committee reflects the sum of eight months of payment in the 2020 financial year from its creation. The average value of remuneration in the Statutory Audit Committee in 2020 higher than the highest remuneration is due to the period of less than 12 months in the year since its creation.

Fiscal Council

- Dec 31, 2023** The number of "total" and "paid" members was set as specified in CVM/SEP Annual Circular Letter 2024. The amount of the highest individual annual remuneration was calculated without any exclusion, considering all remunerations acknowledged in profit or loss. The member of the Fiscal Council who received the highest individual remuneration in the fiscal year ended December 31, 2023 held the position for 12 months. The value of the lowest individual annual remuneration of the Fiscal Council was determined considering the remunerations actually recognized in the results for the year, excluding all members who held the position for less than 12 months. The average amount of the annual remuneration corresponds to the division of the total amount of the annual remuneration of each body (letter "e" of item 8.2) by the number of remunerated members reported for the respective body (letter "c" of item 8.2). According to Circular Letter/Anual-2024-CVM/SEP, the social charges borne by the employer are not covered by the "benefit of any nature", not being included in the global or individual remuneration amounts in the remuneration tables of this item. The average value and lowest remuneration of the Fiscal Council in 2023 fell compared to previous years, due to the changes in Councilors that occurred in the 2023 financial year.
- Dec 31, 2022** According to Circular Letter/Anual-2023-CVM/SEP, the employer's social charges are not covered by the "benefit of any nature", not being included in the global or individual remuneration amounts in the remuneration tables of this item. The members of the Executive Board and Boards identified with the highest and lowest remuneration held their position throughout the reporting period. The average amount of remuneration on the Fiscal Council in 2020 lower than the lowest remuneration is due to the beginning of payments to alternate members in the middle of the year, where remuneration was set as 50% of the amount assigned monthly to the member. The highest and lowest remuneration of the Statutory Audit Committee reflects the sum of eight months of payment in the 2020 financial year from its creation. The average amount of remuneration in the Statutory Audit Committee in 2020 higher than the highest remuneration is due to the period of less than 12 months in the year since its creation.
- Dec 31, 2021** According to Circular Letter/Anual-2023-CVM/SEP, social charges borne by the employer are not covered by "benefits of any nature", not being included in the global or individual remuneration amounts in the remuneration tables of this item. The members of the Executive Board and Boards identified with the highest and lowest remuneration held their position throughout the reporting period. The average amount of remuneration on the Fiscal Council in 2020 lower than the lowest remuneration is due to the beginning of payments to alternate members in the middle of the year, where remuneration was set as 50% of the amount assigned monthly to the member. The highest and lowest remuneration of the Statutory Audit Committee reflects the sum of eight months of payment in the 2020 financial year from its creation. The average value of remuneration in the Statutory Audit Committee in 2020 higher than the highest remuneration is due to the period of less than 12 months in the year since its creation.

8.16 Remuneration/compensation mechanisms

The Company do not have contractual arrangements, insurance policies or other instruments that structure remuneration or compensation mechanisms for Managers in the event of termination from office or retirement.

8.17 Percentage of related parties in remuneration

	Board of Directors	Statutory Board	Fiscal Council
Forecast for the current fiscal year	51.00%	0.00%	0.00%
Fiscal year ended Dec 31, 2023	56.00%	0.00%	0.00%
Fiscal year ended Dec 31, 2022	43.00%	0.00%	0.00%
Fiscal year ended Dec 31, 2021	57.00%	0.00%	0.00%

8.18 Remuneration - Other roles

There was no payment of remuneration to members of the Board of Directors, the Executive Board or the Fiscal Council for any reason other than the role they take, in the last three fiscal years, and there is no expectation of payment for the current year.

8.19 Acknowledged remuneration of the controlling entity/subsidiary

The Controlling Economic Group, ENGIE S.A., maintains a performance share granting program (Performance Shares), which can be granted, within established conditions, to executives and senior professionals of all of the Group's subsidiaries, including the officers.

The following table shows the average allocation of shares from the Controlling Economic Group to the members of the Executive Board who receive them due to the exercise of their respective positions in the Company:

Fiscal year 2024 – Remuneration to be received as a result of the position held in the Company

	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee	Total
Direct and indirect controlling entities	-	443,620.00	-	-	443,620.00
Company subsidiaries	-	-	-	-	-
Companies under common control	-	-	-	-	-

Fiscal year 2023 – Remuneration received as a result of the position held in the Company

	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee	Total
Direct and indirect controlling entities	-	512,640.00	-	-	512,640.00
Company subsidiaries	-	-	-	-	-
Companies under common control	-	-	-	-	-

Fiscal year 2022 – Remuneration received as a result of the position held in the Company

	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee	Total
Direct and indirect controlling entities	-	383,011.12	-	-	383,011.12
Company subsidiaries	-	-	-	-	-
Companies under common control	-	-	-	-	-

Fiscal year 2021 – Remuneration received as a result of the position held in the Company

	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee	Total
Direct and indirect controlling entities	-	225,063.88	-	-	225,063.88
Company subsidiaries	-	-	-	-	-
Companies under common control	-	-	-	-	-

8.20 Other relevant information

- Average annual number of total members of each body*

Year 2023

Month	Board of Directors	Executive Board	Fiscal Council
January	18	8	6
February	18	8	6
March	18	8	6
April	18	8	6
May	18	8	6
June	18	8	6
July	18	8	6
August	18	8	6
September	18	8	6
October	18	8	6
November	18	8	6
December	18	8	6
Total	216	96	72
Member's annual average	18	8	6

Year 2022

Month	Board of Directors	Executive Board	Fiscal Council
January	18	8	6
February	18	8	6
March	18	8	6
April	18	8	6
May	18	8	6
June	18	8	6
July	18	8	6
August	18	8	6
September	18	8	6
October	18	8	6
November	18	8	6
December	18	8	6
Total	216	96	72
Member's annual average	18	8	6

Year 2021

Month	Board of Directors	Executive Board	Fiscal Council
January	18	8	6
February	18	8	6
March	18	8	6
April	18	8	6
May	18	8	6
June	18	8	6
July	18	8	6
August	16	8	6
September	16	8	6
October	18	8	6
November	18	8	6
December	18	8	6
Total	212	96	72
Member's annual average	17.67	8	6

- *Additional information to item 8.2 – “Total remuneration of the Board of Directors, Executive Board and Fiscal Council acknowledged in the results of the last three fiscal years and the forecast for the current fiscal year”*

(i) Annual Global Compensation (2024)

In 2024, the Annual General Meeting (AGM) approved the aggregate amount of the annual remuneration of Managers of up to R\$ 48.03 million, of which R\$ 8.91 million correspond to social charges borne by the employer.

(ii) Social charges borne by the employer

According to Circular Letter/Anual-2024-CVM/SEP, the social charges borne by the employer are not covered by the “benefit of any nature”, not being included in the aggregate or individual remuneration amounts in the remuneration tables of this item. The social charges separated from the tables in this item for the years 2024, 2023, 2022 and 2021 were R\$ 5,653,791.60 (forecast), R\$ 4,954,810.03, R\$ 5,154,957.32, R\$ 4,587,237.16, respectively.

(iii) Refund paid by the Company to our controlling entity, ENGIE Brasil Participações Ltda.

In line with Item 8.1 (c) (i) – “Board of Directors” and 8.1 (d), the monthly fixed and variable remuneration, benefits and contributions of the Chairman of the Company’s Board of Directors are paid by the controlling entity, ENGIE Brasil Participações Ltda., with which such member maintains an individual employment contract due to his position as CEO of ENGIE Brasil Participações Ltda., 40% of which amount, including charges, is reimbursed by the Company. The reimbursement practice is applied in proportion to the executive's dedication to Company's activities.

Therefore, given that reimbursement is an amount spent by the Company with the manager, it is provided for in the annual amounts presented in item 8.2 of this Reference Form, in the “Board of Directors” column.

9.1 / 9.2 – Identification and remuneration

Is an auditor in place?	Yes
CVM Code	471-5
Type of auditor	Legal
Name/business name	Ernst & Young Auditores Independentes S.S. Ltda
CPF/CNPJ	61.366.936-0001-25
Date of engagement of services	April 4, 2022
Start/subscription date	January 1, 2022
Description of engaged services	<p>a) Audit of Financial Statements prepared in accordance with Brazilian accounting practices and “International Financial Reporting Standards – IFRS”, referring to the fiscal year ended December 31, 2023;</p> <p>b) Audit of the Regulatory Financial Statements of subsidiaries prepared in accordance with the Electricity Sector Accounting Manual, approved by Aneel, referring to the fiscal year ended December 31, 2023;</p> <p>c) Review of Quarterly Information (ITR) for the quarters ended March 31, June 30 and September 30, 2023;</p> <p>d) Limited assurance of compliance with contractual covenants in financing and debenture agreements for the fiscal year ended December 31, 2023;</p> <p>e) Review of the Tax Accounting Records (ECF), referring to the fiscal year ended December 31, 2023;</p> <p>f) The audit of the “Reporting Package” of December 31, 2023</p>
Total amount of remuneration of independent auditors segregated by service	<p>The fees of the independent auditors engaged for the fiscal year ended December 31, 2023 to carry out independent audit services for us and our subsidiaries were two million, seven hundred and one thousand, three hundred and ninety-seven Reais (R\$ 2,701,397).</p> <p>This amount is composed as follows: (a) audit of the financial statements as of December 31, 2023 – R\$1,754,532, audit of the regulatory accounting statements as of December 31, 2023 – R\$71,714 and review of quarterly information for 2023 – R\$ 121,166 – amounting to R\$ 1,947,412; (b) limited assurance of compliance with contractual covenants as of December 31, 2023 – R\$134,418; and (c) review of the Tax Accounting Records (ECF) for the fiscal year ended December 31, 2023 – R\$ 133,489; (d) audit of the “Reporting Package” dated December 31, 2023 – R\$486,078. The agreed prices are adjusted annually based on the variation in the National Broad Consumer Price Index (IPCA), calculated by the Brazilian Institute of Geography and Statistics (IBGE), from the date of execution of the agreement.</p>
Justification for replacement	The auditor was not replaced.
Reason given by the auditor in case of disagreement with the issuer's justification	The auditor was not replaced.

9.3 – Independence and conflict of interests of auditors

During 2023, we executed, upon approval by the Board of Directors at a meeting held on October 11, 2023, a letter of comfort for the issuance of debt instruments with the independent auditor. The fees for this service were R\$1,427 thousand.

Additionally, throughout 2023, we engaged tax consultancy services, which were approved at the Board of Directors Meeting held on February 16, 2023. The fees for this service were R\$315 thousand.

Our policies when engaging independent auditor services aim to ensure that there is no conflict of interest and loss of independence or objectivity, and are based on the principles that preserve the auditor's independence: (i) the auditor must not audit its own work; (ii) the auditor must not perform managerial functions at its client; and (iii) the auditor must not promote the interests of its client.

It is the responsibility of the Statutory Audit Committee (CAE) to monitor possible conflicts of independence between internal and external auditors. Furthermore, the Internal Regulations of the Statutory Audit Committee, approved in the 225th Board of Directors Meeting held on November 4, 2021 of controlling entity ENGIE, provides in item 5, in addition to the duties, the provision of recommendations to the Board of Directors, with regard to effectiveness of services and the independence of internal and independent audits.

In view of this, the Summary Report of the Statutory Audit Committee, disclosed in the financial statements dated December 31, 2023 of controlling entity ENGIE, highlights that in 2023 the Statutory Audit Committee held four meetings with our Board of Directors to inform it about the development of its activities.

Among the activities carried out by the committee, the independence policies of the auditors of Ernst & Young Auditores Independentes S/S Ltda., planning review, analysis of the risks of audits carried out by them, among others, were assessed. In addition, information was also obtained to ensure the independence of auditors and the absence of conflicts of interest in work other than audits of financial statements.

9.4 – Other relevant information

There is no other information that we deem relevant in relation to this Section of the Reference Form.

10.1 – Description of human resources

December 31, 2023

Number of employees by gender declaration

	Female	Male	Non-binary	Others	Prefer not to respond
Leadership	42	199	-	-	-
Non-Leadership	281	577	-	-	-
Total = 1,099	323	776	-	-	-

Number of employees by declaration of color or race

	Yellow	White	Black	Mixed race (pardo)	Indigenous	Others	Prefer not to respond
Leadership	1	207	10	23	-	-	-
Non-Leadership	8	661	33	156	-	-	-
Total = 1,099	9	868	43	179	-	-	-

Number of employees by position and age group

	Under 30 years old	From 30 to 50 years old	Over 50 years old
Leadership	1	189	51
Non-Leadership	165	644	49
Total = 1,099	166	833	100

Number of employees by position and geographic location

	North	Northeast	Midwest	Southeast	South	Overseas
Leadership	8	26	7	19	181	-
Non-Leadership	14	125	24	61	634	-
Total = 1,099	22	151	31	80	815	-

Geographic location

Number of employees by geographic location and gender declaration

	Female	Male	Non-binary	Others	Prefer not to respond
North	3	19	-	-	-
Northeast	34	117	-	-	-
Midwest	6	25	-	-	-
Southeast	9	71	-	-	-
South	271	544	-	-	-
Exterior	-	-	-	-	-
Total = 1,099	323	776	-	-	-

Number of employees by geographic location and declaration of color or race

	Yellow	White	Black	Mixed race (pardo)	Indigenous	Others	Prefer not to respond
North	-	10	2	10	-	-	-
Northeast	-	62	20	69	-	-	-
Midwest	1	17	3	10	-	-	-
Southeast	-	58	3	19	-	-	-
South	8	721	15	71	-	-	-
Exterior	-	-	-	-	-	-	-
Total = 1,099	9	868	43	179	-	-	-

Number of employees by geographic location and age group

	Under 30 years old	From 30 to 50 years old	Over 50 years old
North	-	21	1
Northeast	31	110	10
Midwest	2	26	3
Southeast	4	68	8
South	129	608	78
Exterior	-	-	-
Total = 1,099	166	833	100

b. Number of outsourced workers (total and by groups, based on the activity performed and geographic location)

	Dec 31, 2023						Total
	North	Northeast	Midwest	Southeast	South	Exterior	
Technical support	104	3,810	91	449	1,031	-	5,485
Office support	-	-	-	-	116	-	116
Total	104	3,810	91	449	1,147	-	5,601

c. Turnover rate

Dec 31, 2023
10.7%

10.2 – Significant changes

In 2023, the turnover rate was 10.70%, still due to the continuity of the Voluntary Dismissal Plan ("PDV"), initiated in 2021 and lasting until 2024. In turn, the hiring rate in 2023 was of 11.1%.

10.3 – Employee remuneration policies and practices

a. Salary and variable remuneration policy

The Company does not have a remuneration policy for non-officer employees.

The remuneration practice is to maintain a remuneration system aligned with market practices that meet our interests and those of the Company's employees. Therefore, the Company considers the following aspects:

- The amount paid to each employee for their work at the Company must be compatible with the value of that work in the market in accordance with the remuneration strategy adopted by the Company; and
- Remuneration must reflect the responsibilities of each employee, the level of performance and the results achieved, individually and as a team.

Variable remuneration system:

In addition to the payment of fixed remuneration, the Company maintain a variable remuneration system determined according to the achievement of business objectives and the percentage of achievement of the goals linked to them. This measurement is carried out annually, using our financial results and each of our areas. In this context, variable remuneration is made up of:

- Profit Sharing Program (PLR): applicable to all employees and subject to business results, measured by EBITDA for the period, in addition to the achievement of departmental targets. These criteria are negotiated with the unions and established in the Collective Labor Agreement (ACT). The payment of PLR provides competitive remuneration values when compared to those practiced by the labor market in Brazil.
- Managerial Bonus Program: applicable to all employees within the management career, the program is linked to meeting business objectives and area goals and will be subject to the percentage of achievement of them.

b. Benefits policy

The Company does not have a unified benefits policy, however, the Company's employees are eligible for benefits according to their position, as well as in accordance with applicable legislation.

c. Characteristics of share-based compensation plans for non-officer employees

The Company does not have an incentive program for non-officer employees based on their units or shares. However, at no cost and without being linked to its results, employees can participate in a program established by the Controlling Group – ENGIE.

d. Employees remuneration policies and practices

Highest Individual Remuneration	Median Individual Remuneration of Employees	Ratio between Remunerations
3,856,088.03	136,583.14	28.23

10.4 – Relationships between the issuer and unions

There have been no strikes by the Company's workers in the last 3 years.

The Company follows the standards of the International Labor Organization (ILO) regarding freedom of association, the right to collective bargaining and internal representation of workers.

The Company, as a result of the negotiations of Collective Agreements, maintain relationships with the following unions:

INTEREBE

- Union of Workers in the Electric Energy Industry of Florianópolis – SINERGIA;
- Union of Workers in the Electric Energy Industries of Lages – STIEEL;
- Intermunicipal Union of Workers in the Energy Industry of Minas Gerais – SINDIELETRO/MG;
- Union of Active Employees, Retirees and Pension Holders in Companies Generating, Transmitting, Distributing, Electric Power, or similar companies, in the State of Rio Grande do Sul, and Assisted by Private Security Foundations Originating in the Electric Power Industry – SENERGISUL;
- Union of Workers in the Electric Power Industry of Campinas – SINERGIA/CAMPINAS;
- Union of Electricity Workers in the State of Bahia – SINERGIA/BA;
- Union of Workers in the Energy Industry and Service Providers in the Electric Power Industry in the State of Rio Grande do Norte – SINTERN;
- Union of Electricity Workers in the State of Ceará – SINDELETRO/CE;
- Union of Electricity Workers in the State of Tocantins – STEET;
- Union of Workers in Urban Industries in the State of Goiás – STIUEG;
- Union of Urban Workers in the State of Maranhão – STIU/MA; and
- National Federation of Workers in Urban Industries – FNU.

INTERSINDICAL

- Union of Accountants in the Greater Florianópolis;
- Union of Economists in the State of Santa Catarina;
- Union of Business Managers in the State of Santa Catarina;
- Union of Industrial Technicians in the State of Santa Catarina – SINTEC-SC;
- Union of Engineers in the State of Santa Catarina – SENGE-SC;
- National Federation of Industrial Technicians (covers the Union of Industrial Technicians);
- National Federation of Engineers (covers the Union of Engineers); and
- National Federation of Economists.

10.5 – Other significant information

There is no other information that we deem significant in relation to this Section of the Reference Form.

11.1 – Rules, policies and practices

On the date of this Reference Form, the Company has the following governance structures to deal with transactions with related parties:

- (i) Independent Special Committee for Transactions with Related Parties; and
- (ii) Related Party Policy.

Independent Special Committee for Transactions with Related Parties

The Company has a Committee called “Special Independent Committee for Transactions with Related Parties” (“Special Independent Committee for Transactions with Related Partis” or “Independent Committee”), created by the Board of Directors at the 106th Meeting, held on September 30, 2010. Under the terms of the “Regulation of the Special Independent Committee for Transactions with Related Parties” (“Regulation of the Special Independent Committee for Transactions with Related Parties”), the body is composed of three (3) to five (5) members elected and dismissible by the Board of Directors from among our officers, with the majority of independent members of the Board of Directors, the other members being our Officers. The independence of members is characterized as defined by the Novo Mercado (B3).

The main responsibilities of the Committee are:

- negotiate the terms and conditions in transactions with related parties, with freedom and independence, defining the structure and other conditions of the business to be submitted to the Board of Directors and/or the General Meeting;
- select and decide, whenever deemed necessary and appropriate, to engage specialized consultancy in the technical, legal, financial, and accounting areas to assist you in their work, submitting the formalization procedures for hiring to the Company’s management, and the Board of Directors will at the implementation of the Independent Committee approve a global budget for its operation; and
- select and decide, whenever the transaction with a related party involves the acquisition of interest in other companies, assets or rights and/or the exchange of interest by hiring a first-class financial institution for independent assessment of the property, asset or right or setting up an exchange relationship, as applicable, by submitting the formalization procedures of the contract to our management.

The Independent Committee will operate on a non-permanent basis and will be installed by the Board of Directors whenever it becomes aware of a possible transaction with a related party, with the Independent Committee itself being responsible for approving internal regulations detailing its operation.

Currently the Independent Committee is not installed.

The Regulation is available on our website (<https://www.engie.com.br/investidores/governanca-corporativa/estatuto-social-codigos-e-politicas>).

Related Party Policy

The Board of Directors approved at the 218th Meeting, held on April 27, 2021, the Policy for Transactions with Related Parties (“Related Party Policy”), applicable to the Company, all of subsidiaries, shareholders, members of the Board of Directors and members of advisory committees, and which must be observed by employees, statutory officers and workers when carrying out transactions with them on the Company’s behalf.

For the purposes of this section, under the terms of the Related Parties Policy, the following are considered as related parties of the Company: (a) the natural person, or close member of the family of such person, who (i) controls the Company , fully or on a shared basis, directly or indirectly; (ii) has significant influence over the Company; and/or (iii) is a member of the key personnel of the Company’s Management, Subsidiaries or Controlling Entity; (b) the legal entity,

which (i) is Controlled by the Company, or is Controlled by a person identified in item (a), fully or on a shared basis, directly or indirectly; (ii) is under common Control with the Company; (iii) is one of the Company's affiliates or members of its economic group; (iv) holds, directly or indirectly, a stake in a joint venture, as defined in CPC 05, with the Company or with members of the Company's economic group; (v) is a key person in the Company's Management, Subsidiaries or Controlling Entity; (vi) has as a key person in the Company's Management as set out in item (a)(i) above or is under the significant influence of a person set out in item (a)(i) above; (vii) manage post-employment benefit plan whose beneficiaries are employees of both entities, on the one hand, the Company (or any company in the economic group) and, on the other hand, that Related Party; and/or (viii) the Controlling Entity holds a relevant interest, as from twenty percent (20%), in any of the Company's investees and is not a member of the economic group.

The Related Party Policy provides for the possibility of carrying out transactions with related parties and the main guidelines are: (i) negotiation and engagement under market conditions; (ii) negotiation in the manner provided for in the Regulations of the Independent Special Committee, free from Conflicts of Interest between Related Parties; and (iii) entered into in writing specifying its main characteristics and conditions.

Transactions with Related Parties carried out under conditions other than Market Conditions or that are not related to the corporate purpose and/or without observing the limits set out in the Bylaws and other rules established by the Company's management are prohibited. Transactions with Related Parties are also prohibited in the following cases, except in the case of a decision to the contrary by the competent bodies: (i) granting of loans or guarantees to individuals or individuals with significant influence in the Company, key personnel of the Company's Management, as well as the Company's Management Controlling Entity; (ii) transactions that do not include regular activities commonly carried out by Related Parties and Close Members of their Family in the normal course of their business; (iii) transactions that contain forms of remuneration for advisors, consultants or intermediaries that create a conflict of individual interests of these people with the Company; and/or (iv) transactions with the participation of employees, key personnel of the Management, close members of their family, in business of a private or personal nature that interfere or conflict with the Company's interests or result from the use of confidential information obtained due to of the position or function they take with the Company.

Under the terms of the Related Parties Policy, the Company understands that a conflict of interest between Related Parties means a potential or actual situation in which one of the Related Parties with decision-making power or the power to command or actively participate in transactions and negotiations involving the Company actually participates in its negotiation or approval by the Company, although it may have its own direct or indirect interests conflicting and irreconcilable with our interests, which could impact the exercise of powers and rights concerning the Company, to the detriment of the Company's interests. A conflict of interest will not be presumed when the Related Party that could have a conflict of interest does not act simultaneously for both parties in the negotiation or in approving the transaction. Furthermore, there will be no conflict of interest between Related Parties (a) if the specific transaction or situation has been submitted to the Board of Directors and it has acknowledged the non-existence of a conflict of interest in the specific case; or (b) when the negotiation or approval of the Related Party in the transaction is admitted by the applicable legal and regulatory rules, or by CVM case law.

Given the potential conflict of interests in these situations, the Company seeks to ensure that all decisions or recommendations that may confer a private benefit to any of its shareholders, members of the Board of Directors, members of Committees, family members, investee companies, or persons related to them are taken with complete transparency.

In conjunction with the fact that we are part of an industry of the economy with a strong presence of the regulatory body, we and our subsidiaries operate to mitigate possible conflicts of interest, through their governance policies ensured by the Independent Special Committee.

Legal transactions carried out between concessionaries, permit holders and authorized agents and the parties related to them

Considering that the Company operates in the electricity industry, legal transactions carried out between concessionaires, permit holders, and authorized agents and the parties related to them must be subject to the prior consent of Aneel and failure to comply with this requirement may result in the imposition of penalties.

Transactions with the Company related parties

Transactions with the Company's related parties mainly comprise: (i) purchase and sale of energy; (ii) plant operation and maintenance services; (iii) provision of administrative services; and (iv) guarantees granted to third parties; and (v) guarantees and suretyships. For detailed information see item 11.2 of this Reference Form.

11.2 – Transactions with related parties

Related party	Transaction date	Amount involved in the Actual Business	Existing balance	Amount corresponding to Actual Interest	Duration	Interest rate charged					
ENGIE Brasil Energias Complementares Participações Ltda. ("EBECP") with Solairedirect Investment	03/15/2022	R\$625,000,000.00	R\$19,800,000.00	R\$625,000,000.00	It will remain in effect as long as any obligation of the Parties still exists.						
Relationship with the issuer Solardirect Investment is an investee of ENGIE Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.											
Contract purpose		Purchase and Sale of Shares , in which EBECP acquired Paracatu and Floresta Photovoltaic Complexes for the amount of R\$625,000,000.00.									
Contractual position	Debtor										
Guarantee and insurance	None.										
Termination or extinction	Bankruptcy/judicial reorganization; unsolved non-compliance with obligations; lack of payment.										

Nature and reasons for the operation: The operation is justified based on ENGIE's portfolio management strategy for new investments and market position.

Related party	Transaction date	Amount involved in the Actual Business	Existing balance	Amount corresponding to Actual Interest	Duration	Interest rate charged
ENGIE Brasil S.A. and Tractebel Engineering Ltda.	12/14/2017	R\$13,060,096.90	R\$2,112,016.11	R\$13,060,096,90	Until 13/12/2024	
Relationship with the issuer	Tractebel Engineering is an investee of ENGIE Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.					
Agreement purpose	Technical engineering advisory.					
Contractual position	Debtor					
Guarantee and insurance	None.					
Termination or extinction	Failure to comply with contractual obligations, bankruptcy/judicial reorganization; unsolved non-compliance with obligations; technical incapacity, negligence or serious malpractice.					

Nature and reasons for the operation: Provision of operation and maintenance services for the Plant. The choice of service provider was defined through a combination of price and experience in carrying out operation and maintenance services for hydroelectric power plants.

Related party	Transaction date	Amount involved in the Actual Business	Existing balance	Amount corresponding to Actual Interest	Duration	Interest rate charged
ENGIE Brasil S.A. and Tractebel Engineering Ltda	08/01/2023	R\$17,877,600.00	R\$154,242.88	R\$17,877,600.00	Until 08/01/2027 (48 months)	
Relationship with the issuer	Tractebel Engineering is an investee of ENGIE Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.					
Agreement purpose	The purpose of this Agreement is civil advisory regarding the safety of dams and associated structures for concession plants of ENGIE BRASIL ENERGIA S.A., Companhia Energética Jaguara, Companhia Energética Miranda, Hidropower Energia S.A. and Tupan Energia Elétrica S.A.					
Contractual position	Debtor					
Guarantee insurance	and It is the obligation of the group companies to be responsible for adequate insurance coverage for risks of accidents in facilities and equipment.					
Termination extinction	or Unsolved non-compliance with obligations; and notifications of irregularities that are not remedied by the offending party within 30 days.					

Nature and reasons for the operation: Provision of operation and maintenance services for the Plant. The choice of service provider was defined through a combination of price and experience in carrying out operation and maintenance services for hydroelectric power plants.

Related party	Transaction date	Amount involved in the Actual Business	Existing balance	Amount corresponding to Actual Interest	Duration	Interest rate charged
Jaguara and Tractebel Engineering Ltda.	08/01/2023	R\$1,692,432.00	R\$444,727.70	R\$1,692,432.00	Until 08/01/2027 (48 months)	
Relationship with the issuer	Tractebel Engineering is an investee of ENGIE Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.					
Agreement purpose	The purpose of this Agreement is civil advisory regarding the safety of dams and associated structures for concession plants of ENGIE BRASIL ENERGIA S.A., Companhia Energética Jaguara, Companhia Energética Miranda, Hidropower Energia S.A. and Tupan Energia Elétrica S.A.					
Contractual position	Debtor					
Guarantee and insurance	It is the obligation of group companies to be responsible for adequate insurance coverage for risks of accidents in facilities and equipment.					
Termination extinction	or Unsolved non-compliance with obligations; and notifications of irregularities that are not remedied by the offending party within 30 days.					

Nature and reasons for the operation: Provision of operation and maintenance services for the Plant. The choice of service provider was defined through a combination of price and experience in carrying out operation and maintenance services for hydroelectric power plants.

Related party	Transaction date	Amount involved in the Actual Business	Existing balance	Amount corresponding to Actual Interest	Duration	Interest rate charged
Miranda and Tractebel Engineering Ltda	08/01/2023	R\$1,926,400.00	R\$437,736.96	R\$1,926,400.00	Until 08/01/2027 (48 months)	
Relationship with the issuer	Tractebel Engineering is an investee of ENGIE Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.					
Agreement purpose	The purpose of this Agreement is civil advisory regarding the safety of dams and associated structures for concession plants of ENGIE BRASIL ENERGIA S.A., Companhia Energética Jaguara, Companhia Energética Miranda, Hidropower Energia S.A. and Tupan Energia Elétrica S.A.					
Contractual position	Debtor					
Guarantee and insurance	It is the obligation of the group companies to be responsible for adequate insurance coverage for risks of accidents in facilities and equipment.					
Termination or extinction	Unsolved non-compliance with obligations; and notifications of irregularities that are not remedied by the offending party within 30 days.					

Nature and reasons for the operation: Provision of operation and maintenance services for the Plant. The choice of service provider was defined through a combination of price and experience in carrying out operation and maintenance services for hydroelectric power plants.

Related party	Transaction date	Amount involved in the Actual Business	Existing balance	Amount corresponding to Actual Interest	Duration	Interest rate charged
Hidropower and Tractebel Engineering Ltda	08/01/2023	R\$1,190,880.00	R\$228,874.64	R\$1,190,880.00	Until 08/01/2027 (48 months)	
Relationship with the issuer	Tractebel Engineering is an investee of ENGIE Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.					
Agreement purpose	The purpose of this Agreement is civil advisory regarding the safety of dams and associated structures for concession plants of ENGIE BRASIL ENERGIA S.A., Companhia Energética Jaguara, Companhia Energética Miranda, Hidropower Energia S.A. and Tupan Energia Elétrica S.A.					
Contractual position	Debtor					
Guarantee and insurance	It is the obligation of the group companies to be responsible for adequate insurance coverage for risks of accidents in facilities and equipment.					
Termination or extinction	Unsolved non-compliance with obligations; and notifications of irregularities that are not remedied by the offending party within 30 days.					

Nature and reasons for the operation: Provision of operation and maintenance services for the Plant. The choice of service provider was defined through a combination of price and experience in carrying out operation and maintenance services for hydroelectric power plants.

Related party	Transaction date	Amount involved in the Actual Business	Existing balance	Amount corresponding to Actual Interest	Duration	Interest rate charged
Tupan and Tractebel Engineering Ltda	08/01/2023	R\$1,190,880.00	R\$228,874.64	R\$1,190,880.00	Until 08/01/2027 (48 months)	
Relationship with the issuer	Tractebel Engineering is an investee of ENGIE Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.					
Agreement purpose	The purpose of this Agreement is civil advisory regarding the safety of dams and associated structures for concession plants of ENGIE BRASIL ENERGIA S.A., Companhia Energética Jaguara, Companhia Energética Miranda, Hidropower Energia S.A. and Tupan Energia Elétrica S.A.					
Contractual position	Debtor					
Guarantee and insurance	It is the obligation of the group companies to be responsible for adequate insurance coverage for risks of accidents in facilities and equipment.					
Termination or extinction	Unsolved non-compliance with obligations; and notifications of irregularities that are not remedied by the offending party within 30 days.					

Nature and reasons for the operation: Provision of operation and maintenance services for the Plant. The choice of the service provider was defined through a combination of price and experience in carrying out operation and maintenance services for hydroelectric power plants.

Related party	Transaction date	Amount involved in the Actual Business	Existing balance	Amount corresponding to Actual Interest	Duration	Interest rate charged
ENGIE Brasil Energia S.A. and Energia Sustentável do Brasil S.A.	10/01/2016	R\$381,976,409.28	R\$20,269,529.67	R\$381,976,409.28	Until 12/31/2042	
Relationship with the issuer	Energia Sustentável do Brasil is an investee of ENGIE Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.					
Agreement purpose	Purchase and sale of Electricity.					
Contractual position	Debtor					
Guarantee and insurance	N/A					
Termination or extinction	Unsolved non-compliance with obligations; and notifications of irregularities that are not remedied by the offending party within 15 days.					

Nature and reasons for the operation: The operation is justified under ENGIE's portfolio management strategy. The contracted prices are consistent with those in force in the market, guaranteeing the arm's length principle for both parties.

Related party	Transaction date	Amount involved in the Actual Business	Existing balance	Amount corresponding to Actual Interest	Duration	Interest rate charged
ENGIE Brasil Energia S.A. and ENGIE (China) Energy Technology.	07/01/2021	R\$28,086.15	R\$28,086.15	R\$28,086.15	Opened.	
Relationship with the issuer	ENGIE (China) Energy Technology is an investee of ENGIE Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.					
Agreement purpose	Provision of goods inspection services.					
Contractual position	Debtor					
Guarantee and insurance	N/A					
Termination or extinction	Only one outstanding purchase order.					

Nature and reasons for the operation: Provision of operation and maintenance services for the Plant. The choice of service provider was defined through a combination of price and experience in carrying out operation and maintenance services for hydroelectric power plants.

Related party	Transaction date	Amount involved (Reais)	Existing balance	Amount (Reais)	Duration	Loan or other type of debt
ENGIE Brasil Energia S.A. and ENGIE Soluções Integradas Ltda.	03/01/2022	R\$6,172,589.00	R\$619,863.03	R\$6,172,589.00	03/01/2032 (120 months).	
Relationship with the issuer	ENGIE Soluções Integradas is an investee of ENGIE Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.					
Agreement purpose	Provision of technical inspection and analysis services.					
Contractual position	Debtor					
Guarantee and insurance	The contractor must be responsible for adequate insurance coverage for risks of accidents during inspections and equipment.					
Termination or extinction	Failure to comply with contractual obligations, bankruptcy/judicial reorganization; unsolved non-compliance with obligations; technical incapacity, negligence or serious malpractice.					

Nature and reasons for the operation: Provision of operation and maintenance services for the Plant. The choice of service provider was defined through a combination of price and experience in carrying out operation and maintenance services for hydroelectric power plants.

Related party	Transaction date	Amount involved in the Actual Business	Existing balance	Amount corresponding to Actual Interest	Duration	Interest rate charged
Hidropower Energia S.A. and ENGIE Ineo (Others)	09/30/2023	R\$8,585.31	R\$8,585.31	R\$8,585.31	Open.	No
Relationship with the issuer	ENGIE Ineo is an investee of ENGIE Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.					
Agreement purpose	Debit notice					
Contractual position	Creditor					
Guarantee and insurance	N/A					
Termination or extinction	N/A					

Nature and reasons for the operation: Debit notice.

Related party	Transaction date	Amount involved in the Actual Business	Existing balance	Amount corresponding to Actual Interest	Duration	Interest rate charged
ENGIE Brasil S.A. and TAG (Transportadora Associada de Gás S.A.)	09/30/2023	R\$2,778.59	R\$2,778.59	R\$2,778.59	Open.	
Relationship with the issuer	TAG (Transportadora Associada de Gás S.A.) is an investee of ENGIE Group (France), a company in the same economic group as the controlling shareholder, ENGIE Brasil S.A. has held a 32.50% equity interest since 2019, and in its share capital.					
Agreement purpose	Debit notice.					
Contractual position	Debtor					
Guarantee and insurance	N/A					
Termination or extinction	N/A					

Nature and reasons for the operation: Debit notice.

Related party	Transaction date	Amount involved in the Actual Business	Existing balance	Corresponding amount In the real interest	Duration	Interest rate charged
ENGIE Trading Comercializadora de Energia LTDA. and Geramamoré Participações e Comercializadora de Energia LTDA.	01/01/2023	R\$12,774,338.38	R\$12,774,338.38	R\$12,774,338.38	Until 12/31/2023	
Relationship with the issuer	Geramamoré Participações e Comercializadora de Energia is an investee of ENGIE Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.					
Agreement purpose	Purchase and sale of Electricity.					
Contractual position	Debtor					
Guarantee and insurance	N/A					
Termination or extinction	Unsolved non-compliance with obligations; and notifications of irregularities that are not remedied by the offending party within 15 days.					

Nature and reasons for the operation: The operation is justified under ENGIE's portfolio management strategy. The contracted prices are consistent with those practiced by the market, guaranteeing the arm's length principle for both parties.

Related party	Transaction date	Amount involved (Reais)	Existing balance	Amount (Reais)	Duration	Loan or other type of debt
ENGIE Brasil Comercializadora LTDA. and Geramamoré Participações e Comercializadora de Energia LTDA.	01/01/2023	R\$25,169,296.44	R\$25,169,296.44	R\$25,169,296.44	Until 12/31/2023	
Relationship with the issuer	Geramamoré Participações e Comercializadora de Energia is an investee of Engie Group (France), a company belonging to the same economic group as the controlling shareholder, but with no direct corporate relations with ENGIE Brasil S.A.					
Agreement purpose	Purchase and sale of Electricity.					
Contractual position	Debtor					
Guarantee and insurance	N/A					
Termination or extinction	Unsolved non-compliance with obligations; and notifications of irregularities that are not remedied by the offending party within 15 days.					

Nature and reasons for the operation: The operation is justified according to ENGIE's portfolio management strategy. The contracted prices are consistent with those practiced by the market, guaranteeing commutability for both parties.

11.2 – Items ‘n’ and ‘o’

n. Identify measures taken to address conflicts of interest

The Company's business conduct follows the best corporate governance practices and those recommended by legislation and/or regulations. The Company is committed to ensuring that its commercial relationships are transparent and balanced, and that the information is authentic. The transactions shown in item “11.2” were carried out at usual market values, rates and terms, on an arm's length basis and, therefore, do not generate any benefit or loss for the parties involved. When the entities of its Controlling Economic Group, ENGIE, establish commercial relationships with each other, they apply the same impartiality that is applied towards customers and external suppliers.

The procedures necessary for decision-making, regarding transactions with related parties, comply with the determinations established in the Bylaws, the Conflict of Interest Prevention Policy and the Related Party Transactions Policy, in addition to the Regulations of the Independent Special Committee for Transactions with the Company's Related Parties, with decisions adopted by the relevant management bodies. In accordance with the Brazilian Corporation Law, any shareholder or member of the Board of Directors is expressly prohibited from voting on a matter that has a conflicting interest with that of the Company or that may benefit it in a particular way. The transactions carried out by the Company with related parties are supported by prior assessments of their terms and conditions and, mainly, the Company's strict interest in their execution.

o. Demonstrate the strictly arm's length nature of the agreed conditions or the appropriate compensatory payment

(i) Purchase and sale of energy

The amounts of energy purchase and sale agreements signed, as presented in the tables in item 11.2 above, did not reach the limits set for analysis by the Related Parties Committee, being brought to the attention of the Company's Board of Directors, as per the statutory provisions. The operation took place as a result of the Company's portfolio management strategy. The contracted prices are consistent with those in force in the market, guaranteeing the arm's length nature of the transaction for both parties.

(ii) Operation and maintenance services

The amounts of the operation and maintenance service provision agreement, as presented in the tables in item 11.2 above, did not reach the limits foreseen for analysis by the Related Parties Committee, being brought to the attention of the Company's Board of Directors, in accordance with the statutory provisions. The operations took place due to the service provider's reputation and proven experience in managing the operation and maintenance activities of hydroelectric power plants. The contracted prices are consistent with those in force in the market, guaranteeing the arm's length nature of the operation for both parties.

11.3 – Other material information

There is no other information that the Company deems material in relation to this Section of the Reference Form.

12.1 - Information on share capital

Date of authorization or approval	Capital amount (Reais)	Payment period	Number of common shares (Units)	Number of preferred shares (Units)	Total number of shares (Units)	Securities convertible into shares and conditions for conversion
Type of capital	Issued capital					
12/07/2018	4,902,647,710.37	Not applicable	815,927,740	-	815,927,740	-
Type of capital	Subscribed capital					
12/07/2018	4,902,647,710.37	Not applicable	815,927,740	-	815,927,740	-
Type of capital	Paid-in capital					
12/07/2018	4,902,647,710.37	Not applicable	815,927,740	-	815,927,740	-
Type of capital	Authorized capital					
12/07/2018	2,097,352,289.63	Not applicable	-	-	-	-

12.2 – Foreign issuers - rights and rules

The Company considers that completion of item 12.2 is not applicable because it does not qualify as a foreign issuer pursuant to the definitions described in CVM resolution No. 03, of August 11, 2020.

12.3 – Other securities issued in Brazil

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 5 th issue - Single series
Date of issue	12/15/2014
Maturity date	12/15/2024
Quantity (Units)	165,000
Global nominal amount (Reais)	165,000,000.00
Outstanding debit balance	92,355,927.68
Restriction to circulation	Yes
Description of restriction	Ninety (90) days from the date of each subscription or acquisition by Professional Investors, as provided for in Article 13 of CVM Instruction 476. In 2022, said Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however in its Article 100, sole paragraph, it provides that "the offers in progress on the date of effectiveness of this resolution will be governed, including with regard to restrictions on secondary market trading of the securities offered, by the rules in force: I – on the date of the filing of the registration application; or II – on the date on which the offer began, in the case of offers exempt from registration."
Convertibility	No
Possibility of redemption	No
Hypothesis and calculation of redemption amount	N/A
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	Debenture Holders may, at any time, call a general meeting of debenture holders at least 15 days in advance, in order to resolve on matters of interest to the community of Debenture Holders, which will depend on the approval of Debenture Holders representing at least half of the Outstanding Debentures, where each Outstanding debenture will grant its holder the right to one vote. Changes to the term of effectiveness, date of payment of the unit par value and remuneration, remuneration rates, quorum for resolutions at general meetings, events of early maturity, waiver or temporary forgiveness of the declaration of early maturity, and definition of the replacement rate, must be approved by Debenture Holders who represent at least 75% of Outstanding Debentures.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 6 th issue – Series 2
Date of issue	07/15/2016
Maturity date	07/15/2026
Quantity (Units)	353,400
Global nominal amount (Reais)	353,400,000.00
Outstanding debit balance	521,442,331.83
Restriction to circulation	Yes
Description of restriction	Ninety (90) days from the date of each subscription or acquisition by Professional Investors, as provided for in Article 13 of CVM Instruction 476. In 2022, said Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however, in its article 100, sole paragraph, it provides that "the offers in progress on the date of effectiveness of this resolution will be governed, including with regard to restrictions on secondary market trading of the securities offered, by the rules in force: I – on the date of the filing of the registration application; or II – on the date on which the offer began, in the case of offers exempt from registration."
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption amount	The Issuer may carry out, at its sole discretion and at any time, as long as at least four (4) years have elapsed from the date of issuance, as permitted under the terms of Law No. 12,431/11 and under the terms of CMN Resolution No. 4.476, dated 04/11/2016 ("CMN Resolution 4,476"), the full early redemption of the Second Series Debentures, in compliance with the provisions of Article 55 of the Brazilian Corporation Law and the provisions of this Indenture. Partial optional redemption of Debentures will not be permitted.
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	Debenture Holders may, at any time, call a general meeting of debenture holders at least 15 days in advance, in order to promote changes to the guaranteed rights, which will depend on approval by Debenture Holders representing at least half of the Outstanding Debentures, where each Outstanding debenture will grant its holder the right to one vote. Changes to the term of effectiveness, date of payment of the unit par value and remuneration, remuneration rates, quorum for resolutions at general meetings, events of early maturity, waiver or temporary forgiveness of the declaration of early maturity, and definition of the replacement rate, must be approved by Debenture Holders representing at least seventy-five percent (75%) of the Outstanding Debentures. The waiver or temporary forgiveness of the declaration of early maturity of the Debentures and the definition of the Replacement Rate in case of unavailability, impossibility of application or extinction of the IPCA, under the terms of the Indenture, will depend on the approval of Debenture Holders representing, at least, two thirds (2/3) of the Outstanding Debentures.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 7 th issue – Series 1
Date of issue	07/15/2018
Maturity date	07/15/2025
Quantity (Units)	515,353
Global nominal amount (Reais)	515,353,000.00
Outstanding debit balance	706,077,062.54
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption amount	The Issuer may carry out, as long as legally permitted by Law 12,431, in the manner to be regulated by the CMN, and as long as at least two (2) years have elapsed from the date of issue, the full early redemption of the First Series Debentures, observing the provisions of Article 55 of the Brazilian Corporation Law and the provisions of this Indenture ("Total Early Redemption").
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	Debenture holders may, at any time, call a general meeting of debenture holders at least 15 days in advance, in order to promote changes to the rights guaranteed, which will depend on the approval of Debenture holders representing, on first or second call, at least, the majority of those present at the meeting of debenture holders, where each Outstanding debenture will grant its holder the right to one vote. Changes (i) to the Remuneration, (ii) to the Payment Dates of Conventional Interest or to any values provided for in this Indenture, (iii) to the Maturity Date of the Debentures and the validity of the Debentures, (iv) to the values, amounts and dates of amortization of the principal of the Debentures, (v) to the provisions relating to early redemption, extraordinary amortization or early redemption offer, (vi) to the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) the change in the quorums for resolutions provided for in this Indenture, (viii) to the provisions of this Section IX of the Indenture, and/or (ix) to the type of Debentures must be approved by Debenture Holders representing at least two thirds (2/3) of the Outstanding Debentures of the respective series.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 7 th issue – Series 2
Date of issue	07/15/2018
Maturity date	07/15/2028
Quantity (Units)	231,257
Global nominal amount (Reais)	231,257,000.00
Outstanding debit balance	317,174,282.74
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption amount	The Issuer may carry out, as long as legally permitted by Law 12,431, in the manner to be regulated by the CMN, and as long as at least two (2) years have elapsed from the date of issue, the full early redemption of the Second Series Debentures, observing the provisions of Article 55 of the Brazilian Corporation Law and the provisions of this Indenture ("Total Early Redemption").
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	Debenture holders may, at any time, call a general meeting of debenture holders at least 15 days in advance, in order to promote changes to the rights guaranteed, which will depend on the approval of Debenture holders representing, on first or second call, at least, the majority of those present at the meeting of debenture holders, where each Outstanding debenture will grant its holder the right to one vote. Changes (i) to the Remuneration, (ii) to the Payment Dates of Conventional Interest or to any values provided for in this Indenture, (iii) to the Maturity Date of the Debentures and the validity of the Debentures, (iv) to the values, amounts and dates of amortization of the principal of the Debentures, (v) to the provisions relating to early redemption, extraordinary amortization or early redemption offer, (vi) to the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) to the change in the quorums for resolutions provided for in this Indenture, (viii) to the provisions of this Section IX of the Indenture, and/or (ix) the type of Debentures, must be approved by Debenture Holders representing at least two thirds (2/3) of the Outstanding Debentures of the respective series.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 9 th issue – Series 1
Date of issue	07/15/2019
Maturity date	07/15/2026
Quantity (Units)	576,095
Global nominal amount (Reais)	576,095,000.00
Outstanding debit balance	756,891,504.55
Restriction to circulation	No
Convertibility	No
Possibility of redemption	No
Hypothesis and calculation of redemption amount	N/A
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times, in the press usually used by the Issuer, respecting other rules related to the publication of a call notice of general meetings as set out in the Corporation Law, applicable regulations and the Indenture. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration, (ii) the Conventional Interest Payment Dates or any amounts provided for in the Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) changing the quorums for resolutions provided for in the Indenture, (viii) the provisions of this section, and/or (ix) the type of Debentures; and any General Meeting of Debenture Holders convened by the Debenture Holders with the purpose of agreeing with the non-declaration of automatic early maturity of the Debentures, prior to possible non-compliance with the hypothesis established in the Indenture, including in the case of waiver or temporary forgiveness, will depend on approval, whether on first or second call, by Debenture Holders who represent at least two thirds (2/3) of the Outstanding Debentures of the respective series.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 9 th issue – Series 2
Date of issue	07/15/2019
Maturity date	07/15/2029
Quantity (Units)	539,678
Global nominal amount (Reais)	539,678,000.00
Outstanding debit balance	709,664,019.60
Restriction to circulation	No
Convertibility	No
Possibility of redemption	No
Hypothesis and calculation of redemption value	N/A
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least 3 (three) times, in the press usually used by the Issuer, respecting other rules related to the publication of a call notice of general meetings as set out in the Corporation Law, applicable regulations and the Indenture. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration, (ii) the Conventional Interest Payment Dates or any amounts provided for in the Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) changing the quorums for resolutions provided for in the Indenture, (viii) the provisions of this section, and/or (ix) the type of Debentures; and any General Meeting of Debenture Holders convened by the Debenture Holders with the purpose of agreeing with the non-declaration of automatic early maturity of the Debentures, prior to possible non-compliance with the hypotheses established in the Indenture, including in the case of waiver or temporary forgiveness, will depend on approval, whether on first or second call, by Debenture Holders who represent at least two thirds (2/3) of the Outstanding Debentures of the respective series.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 9 th issue – Series 3
Date of issue	07/15/2019
Maturity date	07/15/2026
Quantity (Units)	378,827
Global nominal amount (Reais)	378,827,000.00
Outstanding debit balance	497,497,495.70
Restriction to circulation	No
Convertibility	No
Possibility of redemption	No
Hypothesis and calculation of redemption value	N/A
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times, in the press usually used by the Issuer, respecting other rules related to the publication of a call notice of general meetings as set out in the Corporation Law, applicable regulations and the Indenture. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration, (ii) the Conventional Interest Payment Dates or any amounts provided for in the Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) changing the quorums for resolutions provided for in the Indenture, (viii) the provisions of this section, and/or (ix) the type of Debentures; and any General Meeting of Debenture Holders convened by the Debenture Holders with the purpose of agreeing with the non-declaration of automatic early maturity of the Debentures, prior to possible non-compliance with the hypotheses established in the Indenture, including in the case of waiver or temporary forgiveness, will depend on approval, whether on first or second call, by Debenture Holders who represent at least two thirds (2/3) of the Outstanding Debentures of the respective series.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 9 th issue – Series 4
Date of issue	07/15/2019
Maturity date	07/15/2029
Quantity (Units)	105,400
Global nominal amount (Reais)	105,400,000.00
Outstanding debit balance	138,477,792.73
Restriction to circulation	No
Convertibility	No
Possibility of redemption	No
Hypothesis and calculation of redemption value	N/A
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times, in the press usually used by the Issuer, respecting other rules related to the publication of a call notice of general meetings as set out in the Corporation Law, applicable regulations and the Indenture. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration, (ii) the Conventional Interest Payment Dates or any amounts provided for in the Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) changing the quorums for resolutions provided for in the Indenture, (viii) the provisions of this section, and/or (ix) the type of Debentures; and any General Meeting of Debenture Holders convened by the Debenture Holders with the purpose of agreeing with the non-declaration of automatic early maturity of the Debentures, prior to possible non-compliance with the hypotheses established in the Indenture, including in the case of waiver or temporary forgiveness, will depend on approval, whether on first or second call, by Debenture Holders who represent at least two thirds (2/3) of the Outstanding Debentures of the respective series.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 10 th issue – Single series
Date of issue	09.15.2021
Maturity date	09.15.2046
Quantity (Units)	400,000
Global nominal amount (Reais)	400,000,000.00
Outstanding debit balance	451,089,574.41
Restriction to circulation	Yes
Description of restriction	Ninety (90) days from the date of each subscription or acquisition by Professional Investors, as provided for in Article 13 of CVM Instruction 476. In 2022, said Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however, in its Article 100, sole paragraph, it provides that "the offers in progress on the date of effectiveness of this resolution will be governed, including with regard to restrictions on secondary market trading of the securities offered, by the rules in force: I – on the date of the filing of the registration application; or II – on the date on which the offer began, in the case of offers exempt from registration."
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption value	Provided that the weighted average period between the Issuance Date and the effective redemption date is greater than six (6) years or another period that may be authorized by applicable legislation or regulations, whichever is greater. On the occasion of the Total Optional Early Redemption of the Debentures, the amount due by the Issuer will be equivalent to the greater of (i) the Updated Unit Par Value of the Debentures, plus the Remuneration of the Debentures, calculated <i>pro rata temporis</i> , from the Profitability Start Date or the immediately preceding Debenture Remuneration Payment Date (inclusive), as applicable, until the Optional Early Redemption Date of the Debentures (exclusive), and (ii) the updated present value of the remaining amortization payment installments of the Unit Par Value and the Remuneration of Debentures, as applicable, using as a discount rate the internal rate of return of Tesouro IPCA+ public security, with semi-annual interest (NTN-B), with a <i>duration</i> closest to the remaining <i>duration</i> of the Debentures, as applicable, on the date of the Total Optional Early Redemption, using the indicative quote published by ANBIMA on its page on the world wide web (http://www.anbima.com.br) calculated on the second Business Day immediately preceding the date of the Total Optional Early Redemption; plus Late Payment Charges, if any; and any monetary obligations and other additions relating to the Debentures.
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times, in the newspapers usually used by the Issuer, respecting other rules related to the publication of a notice calling for meetings general provisions contained in the Corporation Law, applicable regulations and the Indenture. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration, (ii) the Remuneration Payment Dates or any amounts provided for in this Indenture, (iii) the Maturity date of the

Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or early redemption offer, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) the change in the quorums for resolutions provided for in this Indenture, (viii) the provisions of this Section, and/or (ix) the type of Debentures will depend on the approval, whether on first or second call, by Debenture Holders representing at least two thirds (2/3) of the Outstanding Debentures. The resolutions in any General Meeting of Debenture Holders convened with the purpose of agreeing with the non-declaration of automatic early maturity of the Debentures before their occurrence (*waiver*), prior to possible non-compliance with the hypothesis established in Section 6.1.1 above, including in the case of waiver or temporary forgiveness, will depend on approval by Debenture Holders representing, on first call, at least the majority of Outstanding Debentures, and, on second call, by the simple majority of those present, provided that the Debenture holders present at the General Meeting of Debenture Holders represent at least thirty percent (30%) of the Outstanding Debentures.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 11th issue – 1st Series
Date of issue	11.15.2023
Maturity date	11.15.2033
Quantity (Units)	1,085,600
Global nominal amount (Reais)	1,085,600,000.00
Outstanding debit balance	1,092,290,477.23
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption amount	<p>Total Optional Early Redemption may occur, provided that the weighted average period between the Issuance Date and the date of effective redemption is greater than 4 years or another period that may be authorized by applicable legislation or regulations, whichever is greater, at its sole discretion and regardless of the consent of the Debenture Holders, by sending a Redemption Communication.</p> <p>The amount due by the Issuer will be equivalent to the greater of: (i) the Updated Unit Par Value of the First Series Debentures, plus the Remuneration of the First Series Debentures, calculated pro rata temporis, from the Profitability Start Date or the immediately preceding Payment of the Remuneration of the First Series Debentures (inclusive), as applicable, up to the date of the Optional Early Redemption of the First Series Debentures (exclusive), and (ii) the updated present value of the remaining installments of the amortization payment of the Unit Par Value of the First Series Debentures and the Remuneration of the First Series Debentures, as applicable, using as a discount rate the internal rate of return of Tesouro IPCA+ public security with semi-annual interest (NTN-B), with a duration closest to remaining duration of the First Series Debentures, as applicable, on the date of the Total Optional Early Redemption of the First Series Debentures, using the indicative quote published by ANBIMA on its page on the World Wide Web (http://www.anbima.com.br) calculated on the second Business Day immediately preceding the date of the Optional Early Redemption Total First Series Debentures calculated according to the formula described in the Debenture Indenture, plus: (a) Late Payment Charges, if any; and (b) any monetary obligations and other additions relating to the Debentures. The applicable formula can be consulted in the Debenture Indenture. Partial optional redemption of Debentures will not be permitted.</p>
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times in the newspaper indicated in the Debenture Indenture, respecting other rules related to the publication of a notice to call general meetings as set out in the Corporations Law, applicable regulations and the Debenture Indenture. Unless otherwise provided for in the Debenture Indenture, in the resolutions of the General Meetings of Debenture Holders, the resolutions must be approved by Debenture Holders (i) in the case of Incentive Debentures, representing, on first or second call, at least, the majority of the Outstanding Incentive Debentures present at the General Meetings of Holders of the Incentive Debentures; and (ii) in the case of Institutional Debentures, representing, on first call, at least two thirds (2/3) of

the Outstanding Institutional Debentures and, on second call, at least the majority of the Outstanding Institutional Debentures. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration or related to the Remuneration parameter, (ii) the Remuneration Payment Dates or any amounts provided for in the Debenture Indenture , (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) the change in the quorums for resolutions provided for in the Debenture Indenture, (viii) the provisions of Section 9.5.2 described in the Debenture Indenture, and/or (ix) the type of Debentures, will depend on approval, (a) in the case of Incentive Debentures, by Debenture Holders representing, on first or second call, at least two thirds (2/3) of the Outstanding Incentive Debentures; and (b) in the case of Institutional Debentures, by Debenture Holders representing, on first or second call, at least two thirds (2/3) of the Outstanding Institutional Debentures. The resolutions in any General Meeting of Debenture Holders convened with the purpose of agreeing with the non-declaration of early maturity of the Debentures before their occurrence (waiver), prior to possible non-compliance with the hypothesis established in Sections 6.1.1 and 6.1.2 of the Debenture Indenture, including in the case of waiver or temporary forgiveness, will depend on approval by Debenture Holders, considering the totality of Debentures subject to the Issuance, without distinction between series, representing, on first call, two thirds (2/3) of the Outstanding Debentures and, on second call, the simple majority of the Debentures present at the General Meetings of Debenture Holders of the Debentures, provided that at least thirty percent (30%) of the Outstanding Debentures are present.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 11th issue – 2nd Series
Date of issue	11.15.2023
Maturity date	11.15.2038
Quantity (Units)	96,278
Global nominal amount (Reais)	96,278,000.00
Outstanding debit balance	96,878,786.23
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption value	<p>Total Optional Early Redemption may occur, provided that the weighted average period between the Issuance Date and the date of effective redemption is greater than 4 years or another period that may be authorized by applicable legislation or regulations, whichever is greater, at its sole discretion and regardless of the consent of the Debenture Holders, by sending a Redemption Communication.</p> <p>The amount due by the Issuer will be equivalent to the greater of: (i) the Updated Unit Par Value of the First Series Debentures, plus the Remuneration of the First Series Debentures, calculated pro rata temporis, from the Profitability Start Date or the immediately preceding Payment Date of Remuneration of the First Series Debentures (inclusive), as applicable, up to the date of the Optional Early Redemption of the First Series Debentures (exclusive), and (ii) the updated present value of the remaining installments of the amortization payment of the Unit Par Value of the First Series Debentures and the Remuneration of the First Series Debentures, as applicable, using as a discount rate the internal rate of return of Tesouro IPCA+ public security with semi-annual interest (NTN-B), with a duration closest to remaining duration of the First Series Debentures, as applicable, on the date of the Total Optional Early Redemption of the First Series Debentures, using the indicative quote published by ANBIMA on its page on the World Wide Web (http://www.anbima.com.br) calculated on the second Business Day immediately preceding the date of the Optional Early Redemption Total First Series Debentures calculated according to the formula described in the Indenture, plus: (a) Late Payment Charges, if any; and (b) any monetary obligations and other additions relating to the Debentures. The applicable formula can be consulted in the Indenture. Partial optional redemption of Debentures will not be permitted.</p>
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times in the newspaper indicated in the Debenture Indenture, respecting other rules related to the publication of a notice to call general meetings as set out in the Corporations Law, applicable regulations and the Debenture Indenture. Unless otherwise provided for in the Debenture Indenture, in the resolutions of the General Assemblies of Debenture Holders, the resolutions must be approved by Debenture Holders (i) in the case of Incentive Debentures, representing, on first or second call, at least, the majority of the Outstanding Incentive Debentures present at the General Meetings of Holders of Incentive Debentures; and (ii) in the case of Institutional Debentures, representing, on first call, at least two thirds (2/3) of the

Outstanding Institutional Debentures and, on second call, at least the majority of the Outstanding Institutional Debentures. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration or related to the Remuneration parameter, (ii) the Remuneration Payment Dates or any amounts provided for in the Debenture Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) the change in the quorums for resolutions provided for in the Debenture Indenture, (viii) the provisions of Section 9.5.2 described in the Indenture, and/or (ix) the type of Debentures, will depend on approval, (a) in the case of Incentive Debentures, by Debenture Holders representing, on first or second call, at least two thirds (2/3) of the Outstanding Incentive Debentures; and (b) in the case of Institutional Debentures, by Debenture Holders representing, on first or second call, at least two thirds (2/3) of the Outstanding Institutional Debentures. The resolutions in any General Meeting of Debenture Holders convened with the purpose of agreeing with the non-declaration of early maturity of the Debentures before their occurrence (*waiver*), prior to possible non-compliance with the hypothesis established in Sections 6.1.1 and 6.1.2 of the Debenture Indenture, including in the case of waiver or temporary forgiveness, will depend on approval by Debenture Holders, considering the totality of Debentures subject to the Issuance, without distinction between series, representing, on first call, two thirds (2/3) of the Outstanding Debentures and, on second call, the simple majority of the Debentures present at the General Meetings of Holders of the Debentures, provided that at least thirty percent (30%) of the Outstanding Debentures are present.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 11th issue – 3rd Series
Date of issue	11.15.2023
Maturity date	11.15.2028
Quantity (Units)	318,122
Global nominal amount (Reais)	318,122,000.00
Outstanding debit balance	320,087,119.12
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption value	<p>Total Optional Early Redemption may occur, provided that the weighted average period between the Issuance Date and the date of effective redemption is greater than four (4) years or another period that may be authorized by applicable legislation or regulations, whichever is greater. On the occasion of the Total Optional Early Redemption of the Third Series Debentures.</p> <p>The amount due by the Issuer will be equivalent to the greater of: (i) the Unit Par Value of the Third Series Debentures, plus: (1) the Remuneration of the Third Series Debentures calculated, pro rata temporis, from the first Payment Date or the last Payment Date of Remuneration of the Third Series Debentures, as applicable, until the date of effective redemption (exclusive); and (2) Late Payment Charges, if any; or (b) present value of the sum of the remaining amounts of amortization payment of the Unit Par Value and the Remuneration of the Third Series Debentures, using as a discount rate the DI rate for two hundred and fifty-two (252) Business Days based on the adjustment (interpolation) of the Pre x DI curve, to be published by B3 on its website, corresponding to the vertex with the number of calendar days closest to the remaining duration of the Third Series Debentures, to be determined at the close of the Business Day immediately preceding the date of the Total Optional Early Redemption of the Third Series Debentures. Partial optional redemption of Debentures will not be permitted.</p>
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times in the newspaper indicated in the Debenture Indenture, respecting other rules related to the publication of a notice to call general meetings as set out in the Corporations Law, applicable regulations and the Debenture Indenture. Unless otherwise provided for in the Debenture Indenture, in the resolutions of the General Meetings of Debenture Holders, the resolutions must be approved by Debenture Holders (i) in the case of Incentive Debentures, representing, on first or second call, at least, the majority of the Outstanding Incentive Debentures present at the General Meetings of Holders of Incentive Debentures; and (ii) in the case of Institutional Debentures, representing, on first call, at least two thirds (2/3) of the Outstanding Institutional Debentures and, on second call, at least the majority of the Outstanding Institutional Debentures. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration or related to the Remuneration parameter, (ii) the Remuneration Payment Dates or any amounts provided for in the Debenture Indenture, (iii) the Maturity Date of the Debentures and the

validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) the change in the quorums for resolutions provided for in the Debenture Indenture, (viii) the provisions of Section 9.5.2 described in the Debenture Indenture, and/or (ix) the type of Debentures, will depend on approval, (a) in the case of Incentive Debentures, by Debenture Holders representing, on first or second call, at least two thirds (2/3) of the Outstanding Incentive Debentures; and (b) in the case of Institutional Debentures, by Debenture Holders representing, on first or second call, at least two thirds (2/3) of the Outstanding Institutional Debentures. The resolutions in any General Meeting of Debenture Holders convened with the purpose of agreeing with the non-declaration of early maturity of the Debentures before their occurrence (*waiver*), prior to possible non-compliance with the hypothesis established in Sections 6.1.1 and 6.1.2 of the Debenture Indenture, including in the case of waiver or temporary forgiveness, will depend on approval by Debenture Holders, considering the totality of Debentures subject to the Issuance, without distinction between series, representing, on first call, two thirds (2/3) of the Outstanding Debentures and, on second call, the simple majority of the Debentures present at the General Meetings of Debenture Holders of the Debentures, provided that at least thirty percent (30%) of the Outstanding Debentures are present.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 11th issue – 4th Series
Date of issue	11.15.2023
Maturity date	11.15.2028
Quantity (Units)	900,000
Global nominal amount (Reais)	900,000,000.00
Outstanding debit balance	906,575,760.00
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption value	<p>The Issuer may, at its sole discretion, carry out the full optional early redemption of the Fourth Series Debentures from the 30th month counting from the Issuance Date (inclusive), that is, from May 15, 2026, with the consequent cancellation of such Debentures.</p> <p>The amount due by the Issuer will be equivalent to (a) the Unit Par Value of the Fourth Series Debentures to be redeemed (or balance of the Unit Par Value of the Fourth Series Debentures, as applicable), plus (b) the Remuneration of the Fourth Series Debentures Series, calculated pro rata temporis from the Profitability Start Date, or the immediately preceding Payment Date of Remuneration of the Fourth Series Debentures (inclusive), as the case may be, until the effective date of the Total Optional Early Redemption of the Fourth Series Debentures, levied on the Unit Par Value of the Fourth Series Debentures (or balance of the Unit Par Value of the Fourth Series Debentures, as applicable) and other Late Payment Charges due and unpaid up to the date of the Total Optional Early Redemption of the Fourth Series Debentures and (c) redemption premium calculated in the manner provided for in the Debenture Indenture, levied on the value of items (a) and (b) together. A premium corresponding to 0.30% per year calculated pro rata temporis, based on 252 Business Days, will be due, considering the number of Business Days to elapse between the date of the Optional Total Fourth Series Early Redemption and the Maturity Date of the Fourth Series Debentures. Partial optional redemption of Debentures will not be permitted.</p>
Characteristics of securities	See item 12.9 of this form.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times in the newspaper indicated in the Debenture Indenture, respecting other rules related to the publication of a notice to call general meetings as set out in the Corporations Law, applicable regulations and the Debenture Indenture. Unless otherwise provided for in the Debenture Indenture, in the resolutions of the General Assemblies of Debenture Holders, the resolutions must be approved by Debenture Holders (i) in the case of Incentive Debentures, representing, on first or second call, at least, the majority of the Outstanding Incentive Debentures present at the General Meetings of Holders of the Incentive Debentures; and (ii) in the case of Institutional Debentures, representing, on first call, at least two thirds (2/3) of the Outstanding Institutional Debentures and, on second call, at least the majority of the Outstanding Institutional Debentures. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration or related to the Remuneration

parameter, (ii) the Remuneration Payment Dates or any amounts provided for in the Debenture Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) the change in the quorums for resolutions provided for in the Debenture Indenture, (viii) the provisions of Section 9.5.2 described in the Debenture Indenture, and/or (ix) the type of Debentures, will depend on approval, (a) in the case of Incentive Debentures, by Debenture Holders representing, on first or second call, at least two thirds (2/3) of the Outstanding Incentive Debentures; and (b) in the case of Institutional Debentures, by Debenture Holders representing, on first or second call, at least two thirds (2/3) of the Outstanding Institutional Debentures. The resolutions in any General Meeting of Debenture Holders convened with the purpose of agreeing with the non-declaration of early maturity of the Debentures before their occurrence (*waiver*), prior to possible non-compliance with the hypothesis established in Sections 6.1.1 and 6.1.2 of the Debenture Indenture, including in the case of waiver or temporary forgiveness, will depend on approval by Debenture Holders, considering the totality of Debentures subject to the Issuance, without distinction between series, representing, on first call, two thirds (2/3) of the Outstanding Debentures and, on second call, the simple majority of the Debentures present at the General Meetings of Debenture Holders of the Debentures, provided that at least thirty percent (30%) of the Outstanding Debentures are present.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 11 th issue – 5 th Series
Date of issue	11.15.2023
Maturity date	11.15.2030
Quantity (Units)	100,000
Global nominal amount (Reais)	100,000,000.00
Outstanding debit balance	100,736,969.00
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption value	<p>The Issuer may, at its sole discretion, carry out the full optional early redemption of the Fifth Series Debentures from the 42nd month counting from the Issuance Date (inclusive), that is, from May 15, 2027, with the consequent cancellation of such Debentures.</p> <p>The amount due by the Issuer will be equivalent to (a) the Unit Par Value of the Fifth Series Debentures to be redeemed (or balance of the Unit Par Value of the Fifth Series Debentures, as applicable), plus (b) the Remuneration of the Fifth Series Debentures Series, calculated pro rata temporis from the Profitability Start Date, or the immediately preceding Payment Date of Remuneration of the Fifth Series Debentures (inclusive), as the case may be, until the date of the effective Total Optional Early Redemption of the Fifth Series Debentures, levied on the Unit Par Value of the Fifth Series Debentures (or balance of the Unit Par Value of the Fifth Series Debentures, as applicable) and other Late Payment Charges due and unpaid up to the date of the Total Optional Early Redemption of the Fifth Series Debentures and (c) redemption premium calculated as provided below, levied on the value of items (a) and (b) together. A premium will be due corresponding to thirty hundredths of a percent (0.30%) per year calculated pro rata temporis, based on 252 Business Days, considering the number of Business Days to elapse between the date of the Total Optional Early Redemption of the Fifth Series Debentures and the Maturity Date of the Fifth Series Debentures. Partial optional redemption of Debentures will not be permitted.</p>
Characteristics of securities	See item 12.9.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times in the newspaper indicated in the Debenture Indenture, respecting other rules related to the publication of a notice to call general meetings as set out in the Corporations Law, applicable regulations and the Debenture Indenture. Unless otherwise provided for in the Debenture Indenture, in the resolutions of the General Meetings of Debenture Holders, the resolutions must be approved by Debenture Holders (i) in the case of Incentive Debentures, representing, on first or second call, at least, the majority of the Outstanding Incentive Debentures present at the General Meetings of Holders of Incentive Debentures; and (ii) in the case of Institutional Debentures, representing, on first call, at least two thirds (2/3) of the Outstanding Institutional Debentures and, on second call, at least the majority of the Outstanding Institutional Debentures. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which

imply changes to: (i) the Remuneration or related to the Remuneration parameter, (ii) the Remuneration Payment Dates or any amounts provided for in the Debenture Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) the change in the quorums for resolutions provided for in the Debenture Indenture, (viii) the provisions of Section 9.5.2 described in the Debenture Indenture, and/or (ix) the type of Debentures, will depend on approval, (a) in the case of Incentive Debentures, by Debenture Holders representing, on first or second call, at least 2/3 (two thirds) of the Outstanding Incentive Debentures; and (b) in the case of Institutional Debentures, by Debenture Holders representing, on first or second call, at least two thirds (2/3) of the Outstanding Institutional Debentures. The resolutions in any General Meeting of Debenture Holders convened with the purpose of agreeing with the non-declaration of early maturity of the Debentures before their occurrence (waiver), prior to possible non-compliance with the hypothesis established in Sections 6.1.1 and 6.1.2 of the Debenture Indenture, including in the case of waiver or temporary forgiveness, will depend on approval by Debenture Holders, considering the totality of Debentures subject to the Issuance, without distinction between series, representing, on first call, two thirds (2/3) of the Outstanding Debentures and, on second call, the simple majority of the Debentures present at the General Meetings of Debenture Holders of the Debentures, provided that at least thirty percent (30%) of the Outstanding Debentures are present.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 12 nd issue - 1 st Series
Date of issue	06.15.2024
Maturity date	08.15.2029
Quantity (Units)	863.239
Global nominal amount (Reais)	863,239,000.00
Outstanding debit balance	863,239,000.00
Restriction to circulation	Yes
Circulation Description	Pursuant to article 86, item I, of CVM Resolution 160, the Debentures only may be traded on regulated securities markets: (i) at any time between Professional Investors; (ii) after 3 (three) months have passed counted from the closing date of the Offer, between qualified investors, as well as defined in accordance with articles 12 and 13 of CVM Resolution 30; and (iii) after 6 (six) months have elapsed from the closing date of the Offer, among the public investor in general.
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption value	<p>Total Voluntary Early Redemption may occur, provided that the weighted average term between the Issuance Date and the actual redemption date is greater than 4 years or another term authorized by applicable legislation or regulation, whichever is greater, at its sole discretion and regardless of the Debenture Holders' consent, upon sending a Redemption Notice.</p> <p>The amount owed by the Issuer will be equivalent to the greater of: (i) the Unit Nominal Value of the First Series Debentures, plus: (1) the Remuneration of the First Series Debentures calculated, pro rata temporis, from the first Subscription Date or the last Remuneration Payment Date of the First Series Debentures, as the case may be, until the actual redemption date (exclusive); and (2) any Late Payment Charges, if applicable; or (ii) the present value of the sum of the remaining amortization payments of the Unit Nominal Value and the Remuneration of the First Series Debentures, using the DI Rate for 252 (two hundred and fifty-two) Business Days based on the adjustment (interpolation) of the Pre x DI curve, to be disclosed by B3 on its website (https://www.b3.com.br/en_us/market-data-and-indices/data-services/market-data/queries/derivatives-market-reference-prices/reference-rates-bm-fbovespa/), corresponding to the vertex with the number of calendar days closest to the remaining duration of the First Series Debentures, to be determined at the close of the Business Day immediately preceding the date of the Total Voluntary Early Redemption of the First Series Debentures, calculated according to the formula in the Debenture Deed. Partial voluntary redemption of the Debentures will not be allowed.</p>
Characteristics of securities	See item 12.9.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times in the newspaper indicated in the Debenture Indenture, respecting other rules related to the publication of a notice to call general meetings as set out in the Corporations Law, applicable regulations and the Debenture Indenture. Unless otherwise provided for in the Debenture Indenture, in the resolutions of the General Meetings of Debenture Holders, the resolutions must be approved by Debenture Holders (i) in the case

of Incentive Debentures, representing, on first or second call, at least, the majority of the Outstanding Incentive Debentures present at the General Meetings of Holders of Incentive Debentures; and (ii) in the case of Institutional Debentures, representing, on first call, at least two thirds (2/3) of the Outstanding Institutional Debentures and, on second call, (ii.a) at least the majority of the Outstanding Institutional Debentures, or (ii.b) in case there's no Outstanding Institutional Debentures, the majority of Institutional Debentures. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration or related to the Remuneration parameter, (ii) the Remuneration Payment Dates or any amounts provided for in the Debenture Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) the change in the quorums for resolutions provided for in the Debenture Indenture, (viii) the provisions of Clause IX (General Meeting of Debenture Holders) described in the Debenture Indenture, and/or (ix) the type of Debentures, will depend on approval, (a) in the case of Incentive Debentures, by Debenture Holders representing, on first or second call, at least 2/3 (two thirds) of the Outstanding Incentive Debentures; and (b) in the case of Institutional Debentures, by Debenture Holders representing, on first or second call, at least (b.i) two thirds (2/3) of the Outstanding Institutional Debentures or (b.ii) in case there's no Outstanding Institutional Debentures, the majority of Institutional Debentures. The resolutions in any General Meeting of Debenture Holders convened with the purpose of agreeing with the non-declaration of early maturity of the Debentures before their occurrence (*waiver*), prior to possible non-compliance with the hypothesis established in Sections 6.1.1 and 6.1.2 of the Debenture Indenture, including in the case of waiver or temporary forgiveness, will depend on approval by Debenture Holders, considering the totality of Debentures subject to the Issuance, without distinction between series, representing, on first call, two thirds (2/3) of the Outstanding Debentures and, on second call, the simple majority of the Debentures present at the General Meetings of Debenture Holders of the Debentures, provided that at least thirty percent (30%) of the Outstanding Debentures are present.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. - 12nd issue - 2nd Series
Date of issue	06.15.2024
Maturity date	06.15.2034
Quantity (Units)	636,761
Global nominal amount (Reais)	636,761,000.00
Outstanding debit balance	636,761,000.00
Restriction to circulation	Yes
Circulation Description	Pursuant to article 86, item I, of CVM Resolution 160, the Debentures only may be traded on regulated securities markets: (i) at any time between Professional Investors; (ii) after 3 (three) months have passed counted from the closing date of the Offer, between qualified investors, as well as defined in accordance with articles 12 and 13 of CVM Resolution 30; and (iii) after 6 (six) months have elapsed from the closing date of the Offer, among the public investor in general.
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption value	<p>Total Voluntary Early Redemption may occur, provided that the weighted average term between the Issuance Date and the actual redemption date is greater than 4 years or another term authorized by applicable legislation or regulation, whichever is greater, at its sole discretion and regardless of the Debenture Holders' consent, upon sending a Redemption Notice.</p> <p>The amount owed by the Issuer will be equivalent to the greater of: (i) the Updated Unit Nominal Value of the Second Series Debentures, plus the Remuneration of the Second Series Debentures, calculated pro rata temporis, from the Profitability Start Date or the immediately preceding Remuneration Payment Date of the Second Series Debentures (inclusive), as the case may be, until the date of the Total Voluntary Early Redemption of the Second Series Debentures (exclusive), and (ii) the updated present value (according to factor "C" of the formula in the Issuance Deed) of the remaining amortization payments of the Updated Unit Nominal Value of the Second Series Debentures and the Remuneration of the Second Series Debentures, as the case may be, using as the discount rate the internal rate of return of the public security Tesouro IPCA+ with semiannual interest (NTN-B), with a duration closest to the remaining duration of the Second Series Debentures, as the case may be, on the date of the Total Voluntary Early Redemption of the Second Series Debentures, using the indicative quotation disclosed by ANBIMA on its website (http://www.anbima.com.br) determined on the second Business Day immediately preceding the date of the Total Voluntary Early Redemption of the Second Series Debentures, calculated according to the formula in the Issuance Deed; plus (a) any Late Payment Charges, if applicable; and (b) any pecuniary obligations and other additions related to the Second Series Debentures. Partial voluntary redemption of the Debentures will not be allowed.</p>
Characteristics of securities	See item 12.9.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times in the newspaper indicated in the Debenture Indenture, respecting other rules related to the publication of a notice to call general meetings as set out in the Corporations Law, applicable

regulations and the Debenture Indenture. Unless otherwise provided for in the Debenture Indenture, in the resolutions of the General Meetings of Debenture Holders, the resolutions must be approved by Debenture Holders (i) in the case of Incentive Debentures, representing, on first or second call, at least, the majority of the Outstanding Incentive Debentures present at the General Meetings of Holders of Incentive Debentures; and (ii) in the case of Institutional Debentures, representing, on first call, at least two thirds (2/3) of the Outstanding Institutional Debentures and, on second call, (ii.a) at least the majority of the Outstanding Institutional Debentures, or (ii.b) in case there's no Outstanding Institutional Debentures, the majority of Institutional Debentures. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration or related to the Remuneration parameter, (ii) the Remuneration Payment Dates or any amounts provided for in the Debenture Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) the change in the quorums for resolutions provided for in the Debenture Indenture, (viii) the provisions of Clause IX (General Meeting of Debenture Holders) described in the Debenture Indenture, and/or (ix) the type of Debentures, will depend on approval, (a) in the case of Incentive Debentures, by Debenture Holders representing, on first or second call, at least 2/3 (two thirds) of the Outstanding Incentive Debentures; and (b) in the case of Institutional Debentures, by Debenture Holders representing, on first or second call, at least (b.i) two thirds (2/3) of the Outstanding Institutional Debentures or (b.ii) in case there's no Outstanding Institutional Debentures, the majority of Institutional Debentures. The resolutions in any General Meeting of Debenture Holders convened with the purpose of agreeing with the non-declaration of early maturity of the Debentures before their occurrence (waiver), prior to possible non-compliance with the hypothesis established in Sections 6.1.1 and 6.1.2 of the Debenture Indenture, including in the case of waiver or temporary forgiveness, will depend on approval by Debenture Holders, considering the totality of Debentures subject to the Issuance, without distinction between series, representing, on first call, two thirds (2/3) of the Outstanding Debentures and, on second call, the simple majority of the Debentures present at the General Meetings of Debenture Holders of the Debentures, provided that at least thirty percent (30%) of the Outstanding Debentures are present.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. – 12nd issue – 4th Series
Date of issue	06.15.2024
Maturity date	06.15.2026
Quantity (Units)	500,000
Global nominal amount (Reais)	500,000,000.00
Outstanding debit balance	500,000,000.00
Restriction to circulation	No
Convertibility	No
Possibility of redemption	No
Characteristics of securities	See item 12.9.
Conditions for changing the rights guaranteed by such securities	In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times in the newspaper indicated in the Debenture Indenture, respecting other rules related to the publication of a notice to call general meetings as set out in the Corporations Law, applicable regulations and the Debenture Indenture. Unless otherwise provided for in the Debenture Indenture, in the resolutions of the General Meetings of Debenture Holders, the resolutions must be approved by Debenture Holders (i) in the case of Incentive Debentures, representing, on first or second call, at least, the majority of the Outstanding Incentive Debentures present at the General Meetings of Holders of Incentive Debentures; and (ii) in the case of Institutional Debentures, representing, on first call, at least two thirds (2/3) of the Outstanding Institutional Debentures and, on second call, at least the majority of the Outstanding Institutional Debentures. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration or related to the Remuneration parameter, (ii) the Remuneration Payment Dates or any amounts provided for in the Debenture Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) the change in the quorums for resolutions provided for in the Debenture Indenture, (viii) the provisions of Clause 9.5.2 described in the Debenture Indenture, and/or (ix) the type of Debentures, will depend on approval, (a) in the case of Incentive Debentures, by Debenture Holders representing, on first or second call, at least 2/3 (two thirds) of the Outstanding Incentive Debentures; and (b) in the case of Institutional Debentures, by Debenture Holders representing, on first or second call, at least two thirds (2/3) of the Outstanding Institutional Debentures. The resolutions in any General Meeting of Debenture Holders convened with the purpose of agreeing with the non-declaration of early maturity of the Debentures before their occurrence (waiver), prior to possible non-compliance with the hypothesis established in Sections 6.1.1 and 6.1.2 of the Debenture Indenture, including in the case of waiver or temporary forgiveness, will depend on approval by Debenture Holders, considering the totality of Debentures subject to the Issuance, without distinction between series, representing, on first call, two thirds (2/3) of the Outstanding Debentures and, on second call, the simple majority of the Debentures present at the General Meetings of

Debenture Holders of the Debentures, provided that at least thirty percent (30%) of the Outstanding Debentures are present.

Security	Debentures
Identification of the security	ENGIE Brasil Energia S.A. – 13th issue – Single Series
Date of issue	09.25.2024
Maturity date	09.25.2030
Quantity (Units)	1,500,000
Global nominal amount (Reais)	1,500,000,000.00
Outstanding debit balance	1,500,000,000.00
Restriction to circulation	Yes
Circulation Description	Pursuant to article 86, item I, of CVM Resolution 160, the Debentures only may be traded on regulated securities markets: (i) at any time between Professional Investors; (ii) after 3 (three) months have passed counted from the closing date of the Offer, between qualified investors, as well as defined in accordance with articles 12 and 13 of CVM Resolution 30; and (iii) after 6 (six) months have elapsed from the closing date of the Offer, among the public investor in general.
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption value	<p>Total Voluntary Early Redemption may occur, provided that the weighted average term between the Issuance Date and the actual redemption date is greater than four (4) years or another term authorized by applicable legislation or regulation, whichever is greater, at its sole discretion and regardless of the Debenture Holders' consent, upon sending a Total Optional Early Redemption Notice.</p> <p>The amount owed by the Issuer will be equivalent to the greater of: (i) the Unit Nominal Value of the Debentures, plus: (1) the Remuneration of the Debentures calculated, pro rata temporis, from the first Subscription Date or the immediately preceding the Debentures Remuneration Payment Date (inclusive), as the case may be, until the actual redemption date (exclusive); and (2) any Late Payment Charges, if applicable; or (ii) the present value of the sum of the remaining amortization payments of the Unit Nominal Value and the Debentures Remuneration, using the DI Rate for 252 (two hundred and fifty-two) Business Days based on the adjustment (interpolation) of the Pre x DI curve, to be disclosed by B3 on its website (https://www.b3.com.br/en_us/market-data-and-indices/data-services/market-data/queries/derivatives-market-reference-prices/reference-rates-bm-fbovespa/), corresponding to the vertex with the number of calendar days closest to the remaining duration of the Debentures, to be determined at the close of the Business Day immediately preceding the date of the Total Voluntary Early Redemption of the Debentures, calculated according to the formula in the Debenture Deed, exponentially increased by a rate corresponding to -0.22% (negative twenty-two hundredths of a percent), and added to the Late Fees. Partial voluntary redemption of the Debentures will not be allowed.</p>
Characteristics of securities	See item 12.9.

Conditions for changing the rights guaranteed by such securities In order to change the guaranteed rights of debenture holders, it is necessary to convene a General Meetings of Debenture Holders, which will take place through a notice published at least three (3) times in the newspaper indicated in the Debenture Indenture, respecting other rules related to the publication of a notice to call general meetings as set out in the Corporations Law, applicable regulations and the Debenture Indenture. Unless otherwise provided for in the Debenture Indenture, in the resolutions of the General Meetings of Debenture Holders, the resolutions must be approved by Debenture Holders, representing, on first or second call, at least, the majority of the Outstanding Debentures present at the General Meetings of Holders. Changes relating to the characteristics of the Debentures, as may be proposed by the Issuer, which imply changes to: (i) the Remuneration or related to the Remuneration parameter, (ii) the Remuneration Payment Dates or any amounts provided for in the Debenture Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) the change in the quorums for resolutions provided for in the Debenture Indenture, (viii) the provisions of Clause IX (General Meeting of Debenture Holders) described in the Debenture Indenture, and/or (ix) the type of Debentures, will depend on approval by Debenture Holders representing, on first or second call, at least 2/3 (two thirds) of the Outstanding Debentures. The resolutions in any General Meeting of Debenture Holders convened with the purpose of agreeing with the non-declaration of early maturity of the Debentures before their occurrence (waiver), prior to possible non-compliance with the hypothesis established in Sections 6.1.1 and 6.1.2 of the Debenture Indenture, including in the case of waiver or temporary forgiveness, will depend on approval by Debenture Holders, representing, on first call, two thirds (2/3) of the Outstanding Debentures and, on second call, the simple majority of the Debentures present at the General Meetings of Debenture Holders of the Debentures, provided that at least thirty percent (30%) of the Outstanding Debentures are present.

12.4 – Number of holders of securities

Security	Individuals	Legal entities	Institutional Investors
Debentures	34,125	142	563

12.5 – Trading Markets in Brazil**Common shares issued by the Company**

The Company's shares are traded on B3 - Brasil, Bolsa, Balcão, under the ticker "EGIE3".

Debentures

The outstanding Debentures issued by the Company, referred to in item 12.3, are registered for trading on the secondary market through CETIP21 – Securities Module, managed and operated by B3.

12.6 – Trading in foreign markets**a. Securities**

American Depository Receipts (ADR) Level I.

b. Identification of the security

EGIEY.

c. Country

United States.

d. Real estate market

U.S. Over-the-Counter Securities Market (OTC).

e. Managing entity

Pink OTC Markets.

f. Date of admission to trading

06/01/1998.

g. Listing start date

06/01/1998.

h. Percentage

1.13%

i. Trading segment

Yes.

j. Description of trading segment

American Depository Receipts (ADR)

k. Proportion of certificates of deposits abroad

Yes.

l. Description of Proportion of Certificates of Deposit Abroad

One ADR for each common share.

m. Depository bank

Yes.

n. Description of the Depository Bank

The Bank of New York Mellon.

o. Custodian Institution

Yes.

p. Description of the Custodian Institution

Itaú Corretora de Valores S.A.

12.7 – Securities issued abroad**Justification for not filling in the box:**

The Company trades Level I *American Depository Receipts* (ADR) on the U.S. over-the-counter market, under the ticker “EGIEY”, at the ratio of one ADR for each common share. However, the amounts are not considered material by the Company.

12.8 – Allocation of funds from public offerings**a. How the proceeds of the offer were used****2021**

On September 22, 2021, at the 223rd Meeting of the Company's Board of Directors, the 10th issue of unsecured simple debentures not convertible into shares, in the total amount of R\$400 million, for public distribution with restricted distributing efforts, was approved, pursuant to CVM Instruction No. 476, of January 16, 2009, as amended, under firm placement guarantee ("10th Issue").

Details on the use of the funds raised are described in item 12.9, along with other relevant characteristics.

2023

On November 6, 2023, at the 250th Meeting of the Company's Board of Directors, the 11th issue of unsecured simple debentures not convertible into shares, in up to 5 series, was approved, in the total amount of R\$2,500,000,000.00, for public distribution, under the automatic registration procedure, pursuant to CVM Resolution No. 160, of July 13, 2022, and subsequent amendments, under the firm placement guarantee regime ("11th Issue").

Details on the use of the funds raised are described in item 12.9, along with other relevant characteristics.

2024

On June 4, 2024, at the 258th Meeting of the Company's Board of Directors, the 12th issue of unsecured simple debentures not convertible into shares, in up to 4 series, was approved, in the total amount of R\$2,000,000,000.00, for public distribution, under the automatic registration procedure, pursuant to CVM Resolution No. 160, of July 13, 2022, and subsequent amendments, under the firm placement guarantee regime ("12th Issue").

On September 19, 2024, at the 262th Meeting of the Company's Board of Directors, the 13th issue of unsecured simple debentures not convertible into shares, in single series, was approved, in the total amount of R\$1,500,000,000.00, for public distribution, under the automatic registration procedure, pursuant to CVM Resolution No. 160, of July 13, 2022, and subsequent amendments, under the firm placement guarantee regime ("13th Issue").

Details on the use of the funds raised are described in item 12.9, along with other relevant characteristics.

b. Whether there were significant deviations between the actual application of the funds and the investment proposals disclosed in the prospectus of the respective distribution**2021**

There were no significant deviations between the actual application of the funds and the investment proposals disclosed in the prospectus of the respective distribution.

2023

There were no significant deviations between the actual application of the funds and the investment proposals disclosed in the prospectus of the respective distribution.

2024

The Company informs that it will allocate the funds from the 12th Issue and 13th Issue in line with the provisions of its respective indentures of issues, as detailed in item 12.9 below.

c. If there have been deviations, the reasons for such deviations

2021

Not applicable.

2023

Not applicable.

12.9 – Other relevant information

- Additional information to item 12.1 “*Information on share capital*”

Amount in R\$	Number of shares (Units)	Number of preferred shares (Units)	Total amount of shares (Units)
Authorized Capital			
7,000,000,000.00	N/A	N/A	N/A
Current Share Capital			
4,902,647,710.37	815,927,740	N/A	815,927,740
Remaining Authorized Capital			
2,097,352,289.63	N/A	N/A	N/A

- Additional information to item 12.3 “*Describe other securities issued in Brazil that are not shares and that have not matured or been redeemed*”

The outstanding debit balance presented in item 12.3 corresponds to the par value added to the inflation adjustment and the interest accrued until December 31, 2023, without considering funding costs.

i. Securities issued by the Company

In addition to item 12.3 of this Reference Form, the Company describes below additional characteristics regarding its Debenture Issues.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. - 5 th issue - Single series
Characteristics of Securities	<p>a) Maturity: The Debentures mature on December 15, 2024.</p> <p>b) Early Redemption Offer: The issuer may carry out, at its sole discretion and at any time, provided that it is permitted under the terms of Law 12.431/11 and under the terms to be regulated by the National Monetary Council, an early redemption offer of the Debentures, subject to the provisions of article 55 of the Corporation Law and the provisions of this Indenture (“Early Redemption Offer”) and in accordance with the procedures of CETIP and B3. On the date of the Indenture, there is no permission under Law 12.431/11 to carry out an Early Redemption Offer of the Debentures.</p> <p>c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 6.30% per year, levied on the Adjusted Unit Par Value of the Debentures.</p> <p>d) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>e) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - The distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - The disposal of certain assets: disposal, inoperability or prolonged stoppage or any other form of disposal, by the Issuer, of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date and that demonstrably affects the Issuer's economic and financial capacity, are hypotheses subject to the early maturity procedure.

- Incurring new debts: Not applicable.
- The issuance of new securities: Not applicable.
- Carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries:
(i) liquidation, dissolution, extinction or any form of corporate restructuring involving the subsidiaries of the Issuer, unless the succession company(ies) is(are) controlled, directly or indirectly, by a company of the Issuer's economic group and its assets held in the Issuer's economic group; (ii) liquidation, dissolution, extinction of the Issuer, unless the successor company is directly or indirectly controlled by a company of the Issuer's economic group and its assets held in the Issuer's economic group, and cumulatively does not result in a reduction of the Issuer's risk rating equal to or greater than AA (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (iii) request for judicial or extrajudicial reorganization, or voluntary bankruptcy made by the Issuer, and/or any of its subsidiaries, regardless of the granting of the reorganization process or its granting by the proper judge; or, furthermore, the Issuer and/or any of its subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (iv) petition or adjudication of bankruptcy against the Issuer, and/or any of its subsidiaries, unless the request has been challenged and there is proof of a deposit in court within the legal term, if applicable; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring of the Issuer by another company, except (a) if such corporate change is approved at a General Meeting of Debenture holders called for this purpose by Debenture holders representing the majority of Outstanding Debentures; or (b) if the right of redemption is guaranteed to Debenture holders who do not agree with said spin-off, consolidation, merger, to be exercised within a period of six (6) months from the date of publication of the minutes of the Issuer's General Meeting that may decide on such spin-off, consolidation or merger, as the case may be; or (c) if in connection with the merger, incorporation (including merger of shares), or any type of corporate restructuring, the successor company is directly or indirectly controlled by a company of the Issuer's economic group and its assets held in the Issuer's economic group, and cumulatively not result in a reduction of the Issuer's risk rating equal to or greater than AA (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (vi) change in the Issuer's direct or indirect shareholding control, as defined pursuant to article 116 of the Corporation Law, unless such change does not lead to a reduction in the Issuer's risk rating, considering the Issuer's current risk rating immediately prior to such change in the Issuer's shareholding control, disclosed by any agency among Standard & Poor's, Fitch Ratings or Moody's, provided that, in the event of a statement by more than one risk rating agency as a result of the same event of change in control, for the purposes of the Indenture, the lowest disclosed risk rating will be considered; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debenture holders representing the majority of Outstanding Debentures at the Debenture holders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of Debentures are intended for the modernization of HPP Salto Santiago and HPP Passo Fundo.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários.

Main terms of the agreement signed with the trustee: (i) Type of Issue: public distribution; (ii) Term: 10 years; (iii) Volume: 165 million; (iv) Service conditions: After signing the indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture; (v) Remuneration: Annual installments of two thousand five hundred Reais (R\$2,500.00) will be due, with the payment of the first of them due by the fifth (5th) business day after the date of signature of the indenture, and the following on the same day of the subsequent years, calculated on a pro rata basis, if necessary. The values are adjusted annually by the IGPM.

The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures, as the case may be, or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. - 6th issue – Series 2
Characteristics of Securities	<p>a) Maturity: The Debentures mature on July 15, 2026.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, pursuant to the Indenture, in the knowledge of the occurrence of the provisions of Clauses 6.26.1, 6.26.2, 6.26.3 and 6.26.5 of the Indenture;</p> <p>c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 6.2515% per year, levied on the Adjusted Unit Par Value of the Debentures.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured)</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - the disposal of certain assets: disposal, inoperability or prolonged stoppage or any other form of disposal, by the Issuer, of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date and that demonstrably affects the Issuer's economic and financial capacity, are hypotheses subject to the early maturity procedure. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable. - carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution, extinction of the Issuer's Relevant Subsidiaries, unless the succession company(ies) is(are) controlled, directly or indirectly, by a company of the Issuer's economic group and its assets held in the Issuer's economic group; (ii) liquidation, dissolution, extinction of the Issuer, unless the successor company is directly or indirectly controlled by a company of the Issuer's economic group and its assets held in the Issuer's economic group, and cumulatively does not result in a reduction of the Issuer's risk rating equal to or greater than AA (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (iii) request for judicial or extrajudicial reorganization, or voluntary bankruptcy made by the Issuer, and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization process or its granting by the proper judge; or, furthermore, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (iv) petition or adjudication of bankruptcy against the Issuer, and/or any of its subsidiaries, unless the request has been challenged and there is proof of a deposit in court within the legal term, if applicable; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring of the Issuer by another company, except (a) if such corporate change is approved at a General Meeting of Debenture Holders called for this purpose by Debenture Holders representing the majority of Outstanding Debentures; or (b) if the right of redemption is guaranteed to Debenture Holders who do not agree with said spin-off, consolidation, merger, to be exercised within a period of six (6) months from the date of publication of the minutes of

the Issuer's General Meeting that may decide on such spin-off, consolidation or merger, as the case may be; or (c) if in connection with the merger, incorporation (including merger of shares), or any type of corporate restructuring, the successor company is directly or indirectly controlled by a company of the Issuer's economic group and its assets held in the Issuer's economic group, and cumulatively not result in a reduction of the Issuer's risk rating equal to or greater than AA (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (vi) change in the Issuer's direct or indirect shareholding control, as defined pursuant to article 116 of the Corporation Law, unless such change does not lead to a reduction in the Issuer's risk rating equal to or greater than AA (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's, provided that, in the event of a statement by more than one risk rating agency as a result of the same event of change in control, for the purposes of the Indenture, the lowest disclosed risk rating will be considered; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debenture Holders representing the majority of Outstanding Debentures at the Debenture Holders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of Debentures are intended for the construction of Pampa Sul TPP.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. Main terms of the agreement signed with the trustee: (i) Type of Issue: public distribution; (ii) Term: 10 years; (iii) Volume: 353 million; (iv) Service conditions: After signing the indenture, Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture; (v) Remuneration: Annual installments of four thousand five hundred Reais (R\$4,500.00) will be due, with the payment of the first of them due by the fifth (5th) business day after the date of signature of the indenture, and the following on the same day of the subsequent years, calculated on a pro rata basis, if necessary. The values are adjusted annually by the IGPM.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures, as the case may be, or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. - 7th issue - Series 1
Characteristics of Securities	<p>a) Maturity: The Debentures mature on July 15, 2025.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Clause 5.1.1 of the Indenture;</p> <p>c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 5.6579% per year, levied on the Adjusted Unit Par Value of the Debentures.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured)</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - the disposal of certain assets: disposal, inoperability or prolonged stoppage or any other form of disposal, by the Issuer, of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date and that demonstrably affects the Issuer's economic and financial capacity, are hypotheses subject to the early maturity procedure. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable. - carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose by Debenture Holders representing the majority of Outstanding Debentures; or (b) if the right of redemption is guaranteed to Debenture Holders who do not agree with said Corporate Restructuring, to be exercised within a period of six (6) months from the date of publication of the minutes of the Issuer's General Meeting that may decide on such Corporate Restructuring, as the case may be; or (c) if in connection with the consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger, the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such Issuer's successor company; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law,

unless previously authorized by the Debenture Holders representing the majority of Outstanding Debentures at the Debentureholders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the Campo Largo Wind Complex - Phase I, (b) the HPP Jaguara hydroelectric plant project and (c) the HPP Miranda hydroelectric plant project.

h) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. After signing the indenture, Simplific Pavarini DTVM Ltda undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. - 7 th issue - Series 2
Characteristics of Securities	<p>a) Maturity: The Debentures mature on July 15, 2028.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Clause 5.1.1 of the Indenture;</p> <p>c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 5.9033% per year, levied on the Adjusted Unit Par Value of the Debentures.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - the disposal of certain assets: disposal, inoperability or prolonged stoppage or any other form of disposal, by the Issuer, of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date and that demonstrably affects the Issuer's economic and financial capacity, are hypotheses subject to the early maturity procedure. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable. - carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose by Debenture Holders representing the majority of Outstanding Debentures; or (b) if the right of redemption is guaranteed to Debenture Holders who do not agree with said Corporate Restructuring, to be exercised within a period of six (6) months from the date of publication of the minutes of the Issuer's General Meeting that may decide on such Corporate Restructuring, as the case may be; or (c) if in connection with the consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger, the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such Issuer's successor company; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law,

unless previously authorized by the Debenture Holders representing the majority of Outstanding Debentures at the Debentureholders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the Campo Largo Wind Complex - Phase I, (b) the HPP Jaguara hydroelectric plant project and (c) the HPP Miranda hydroelectric plant project.

h) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. After signing the indenture, Simplific Pavarini DTVM Ltda undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. - 9th issue – Series 1
Characteristics of Securities	<p>a) Maturity: The Debentures mature on July 15, 2026.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Clause 5.1.1 of the Indenture;</p> <p>c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 3.70% per year, levied on the Adjusted Unit Par Value of the Debentures.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6404, of 1976; - the disposal of certain assets: (i) inoperability or prolonged stoppage or (ii) disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date, unless it does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable. - carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose by Debenture Holders representing the majority of Outstanding Debentures; or (b) specifically in the case of a consolidation, merger (including merger of shares) or any other form of corporate restructuring with an effect similar to the consolidation or merger (other than the consolidation or merger of the Issuer), if the Issuer's successor company is controlled directly or indirectly by ENGIE S.A. and the Company's assets are held with such successor company of the Issuer; or (c) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect

control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debenture Holders representing the majority of Outstanding Debentures at the Debenture Holders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the UFV Assu V Project, (b) the HPP Jaguara hydroelectric plant project; (c) the HPP Miranda hydroelectric plant project; and (d) the Umburanas Wind Complex.

h) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. After signing the indenture, Simplific Pavarini DTVM Ltda, undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. - 9th issue – Series 2
Characteristics of Securities	<p>a) Maturity: The Debentures mature on July 15, 2029.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Clause 5.1.1 of the Indenture;</p> <p>c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 3.90% per year, levied on the Adjusted Unit Par Value of the Debentures.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - the disposal of certain assets: (i) inoperability or prolonged stoppage or (ii) disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date, unless it does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable. - carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose by Debenture Holders representing the majority of Outstanding Debentures; or (b) specifically in the case of a consolidation, merger (including merger of shares) or any other form of corporate restructuring with an effect similar to the consolidation or merger (other than the consolidation or merger of the Issuer), if the Issuer's successor company is controlled directly or indirectly by ENGIE S.A. and the Company's assets are held with such successor company of the Issuer; or (c) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect

control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debenture Holders representing the majority of Outstanding Debentures at the Debenture Holders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the UFV Assu V Project, (b) the HPP Jaguara hydroelectric plant project; (c) the HPP Miranda hydroelectric plant project; and (d) the Umburanas Wind Complex.

h) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. After signing the indenture, Simplific Pavarini DTVM Ltda, undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. - 9th issue – Series 3
Characteristics of Securities	<p>a) Maturity: The Debentures mature on July 15, 2026.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Clause 5.1.1 of the Indenture;</p> <p>c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 3.60% per year, levied on the Adjusted Unit Par Value of the Debentures.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - the disposal of certain assets: (i) inoperability or prolonged stoppage or (ii) disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date, unless it does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable. - carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose by Debenture Holders representing the majority of Outstanding Debentures; or (b) specifically in the case of a consolidation, merger (including merger of shares) or any other form of corporate restructuring with an effect similar to the consolidation or merger (other than the consolidation or merger of the Issuer), if the Issuer's successor company is controlled directly or indirectly by ENGIE S.A. and the Company's assets are held with such successor company of the Issuer; or (c) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect

control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debenture Holders representing the majority of Outstanding Debentures at the Debenture Holders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the UFV Assu V Project, (b) the HPP Jaguara hydroelectric plant project; (c) the HPP Miranda hydroelectric plant project; and (d) the Umburanas Wind Complex.

h) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. After signing the indenture, Simplific Pavarini DTVM Ltda, undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. - 9th issue – Series 4
Characteristics of Securities	<p>a) Maturity: The Debentures mature on July 15, 2029.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Clause 5.1.1 of the Indenture;</p> <p>c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 3.70% per year, levied on the Adjusted Unit Par Value of the Debentures.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - the disposal of certain assets: (i) inoperability or prolonged stoppage or (ii) disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date, unless it does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable. - carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose by Debenture Holders representing the majority of Outstanding Debentures; or (b) specifically in the case of a consolidation, merger (including merger of shares) or any other form of corporate restructuring with an effect similar to the consolidation or merger (other than the consolidation or merger of the Issuer), if the Issuer's successor company is controlled directly or indirectly by ENGIE S.A. and the Company's assets are held with such successor company of the Issuer; or (c) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect

control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debenture Holders representing the majority of Outstanding Debentures at the Debenture Holders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the UFV Assu V Project, (b) the HPP Jaguara hydroelectric plant project; (c) the HPP Miranda hydroelectric plant project; and (d) the Umburanas Wind Complex.

h) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. After signing the indenture, Simplific Pavarini DTVM Ltda, undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. – 10th issue – Single series
Characteristics of Securities	<p>a) Maturity: The Debentures mature on September 15, 2046.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Clause 6.1.1 of the Indenture;</p> <p>c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 5.7158% per year, levied on the Adjusted Unit Par Value of the Debentures.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - the disposal of certain assets: disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the event date, unless it does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; - incurring new debts: Not applicable. - the issuance of new securities: Not applicable. - carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such successor company of the Issuer; or (c) Corporate Restructuring carried out exclusively between the Issuer and its Relevant Subsidiaries, provided that the Issuer remains, even if indirectly, as the direct or indirect controlling shareholder of the other companies resulting from the Corporate Restructuring; or (d) merger, by the Issuer (so that the Issuer is the surviving company), of any Relevant Subsidiary of the Issuer; or (e) merger of shares involving the Issuer for the exclusive purpose of carrying out operations for the acquisition of companies by the Issuer; or (f) specifically in the event of merger, consolidation or spin-off of the Issuer, if

the right of redemption is guaranteed to Debenture holders' who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debenture Holders representing the majority of Outstanding Debentures at the Debenture Holders' General Meeting convened for this purpose, or if the reduction takes place for the purpose of absorbing accumulated losses.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the Campo Largo Project - Phase 2, and (b) the Gralha Azul Project.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. After signing the Indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the Indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. – 11 th issue – 1 st series.
Characteristics of Securities	<p>a) Maturity: the Debentures mature on November 15, 2033.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, pursuant to the Indenture, in the knowledge of the occurrence of the provisions of Clause 6.1.1 of the Indenture;</p> <p>c) Interest: the Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 5.9325% per year, levied on the Adjusted Unit Par Value of the Debentures.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - The distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - The disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in aggregate from the Issue Date to the Maturity Date, more than twenty-five percent (25%) of the Issuer's consolidated installed capacity, set out in the Issuer's latest quarterly financial information on the date of the last event. For the purpose of calculating the limit of twenty-five percent (25%), the aggregate value of the installed capacity that has been reduced due to the reasons mentioned in this item from the Date of Issue to the date of the last event (<i>inclusive</i>) shall be added to the consolidated installed capacity of the Issuer, as provided for in the most recent quarterly financial information available of the Issuer. - Incurring new debts: Not applicable. - The issuance of new securities: Not applicable. - Carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure in foreign jurisdictions that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) the Issuer and/or any of its Relevant Subsidiaries filing mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or an out-of-court reorganization plan against any creditor or class of creditors, regardless of whether such plan has requested or obtained judicial approval, or anticipatory measures for any such proceeding as provided for in paragraph 12 of Article 6 of the Bankruptcy Act or any similar proceeding in another jurisdiction; (iv) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and

the Issuer's assets are held with such successor company of the Issuer; or (c) Corporate Restructuring carried out exclusively between the Issuer and its Subsidiaries, provided that the Issuer remains, even if indirectly, as the direct or indirect controlling shareholder of the other companies resulting from the Corporate Restructuring; or (d) merger, by the Issuer (so that the Issuer is the surviving company), of any Subsidiary of the Issuer; or (e) merger of shares involving the Issuer for the exclusive purpose of carrying out operations for the acquisition of companies by the Issuer; or (f) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless (a) previously authorized by the Debenture Holders at the Debenture Holders' General Meeting convened for this purpose, or (b) if the reduction takes place for the purpose of absorbing accumulated losses;

g) The net funds raised by the Issuer through the Issuance of Incentivized Debentures will be allocated to the payment of future expenses or reimbursement of expenses or debts related to the Gralha Azul Project, the Novo Estado Project and the Santo Agostinho Project.

The net funds raised by the Issuer through the Issuance of Institutional Debentures will be allocated to the formation of working capital to finance the implementation of the Issuer's business plan.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários.

After signing the Indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the Indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. – 11 th issue – 2nd Series
Characteristics of Securities	<p>a) Maturity: the Debentures mature on November 15, 2038.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, pursuant to the Indenture, in the knowledge of the occurrence of the provisions of Clause 6.1.1 of the Indenture;</p> <p>c) Interest: the Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 6.0691% per year, levied on the Adjusted Unit Par Value of the Debentures.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - The distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - The disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in aggregate from the Issue Date to the Maturity Date, more than twenty-five percent (25%) of the Issuer's consolidated installed capacity, set out in the Issuer's latest quarterly financial information on the date of the last event. For the purpose of calculating the limit of twenty-five percent (25%), the aggregate value of the installed capacity that has been reduced due to the reasons mentioned in this item from the Date of Issue to the date of the last event (<i>inclusive</i>) shall be added to the consolidated installed capacity of the Issuer, as provided for in the most recent quarterly financial information available of the Issuer. - Incurring new debts: Not applicable. - The issuance of new securities: Not applicable. - Carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure in foreign jurisdictions that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) the Issuer and/or any of its Relevant Subsidiaries filing mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or an out-of-court reorganization plan against any creditor or class of creditors, regardless of whether such plan has requested or obtained judicial approval, or anticipatory measures for any such proceeding as provided for in paragraph 12 of Article 6 of the Bankruptcy Act or any similar proceeding in another jurisdiction; (iv) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and

the Issuer's assets are held with such successor company of the Issuer; or (c) Corporate Restructuring carried out exclusively between the Issuer and its Subsidiaries, provided that the Issuer remains, even if indirectly, as the direct or indirect controlling shareholder of the other companies resulting from the Corporate Restructuring; or (d) merger, by the Issuer (so that the Issuer is the surviving company), of any Subsidiary of the Issuer; or (e) merger of shares involving the Issuer for the exclusive purpose of carrying out operations for the acquisition of companies by the Issuer; or (f) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless (a) previously authorized by the Debenture Holders at the Debenture Holders' General Meeting convened for this purpose, or (b) if the reduction takes place for the purpose of absorbing accumulated losses;

g) The net funds raised by the Issuer through the Issuance of Incentivized Debentures will be allocated to the payment of future expenses or reimbursement of expenses or debts related to the Gralha Azul Project, the Novo Estado Project and the Santo Agostinho Project.

The net funds raised by the Issuer through the Issuance of Institutional Debentures will be allocated to the formation of working capital to finance the implementation of the Issuer's business plan.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. After signing the Indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the Indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. – 11th issue – 3rd Series
Characteristics of Securities	<p>a) Maturity: the Debentures mature on November 15, 2028.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, pursuant to the Indenture, in the knowledge of the occurrence of the provisions of Clause 6.1.1 of the Indenture;</p> <p>c) Interest: 10.90%</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - The distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - The disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in aggregate from the Issue Date to the Maturity Date, more than twenty-five percent (25%) of the Issuer's consolidated installed capacity, set out in the Issuer's latest quarterly financial information on the date of the last event. For the purpose of calculating the limit of twenty-five percent (25%), the aggregate value of the installed capacity that has been reduced due to the reasons mentioned in this item from the Date of Issue to the date of the last event (<i>inclusive</i>) shall be added to the consolidated installed capacity of the Issuer, as provided for in the most recent quarterly financial information available of the Issuer. - Incurring new debts: Not applicable. - The issuance of new securities: Not applicable. - Carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure in foreign jurisdictions that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) the Issuer and/or any of its Relevant Subsidiaries filing mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or an out-of-court reorganization plan against any creditor or class of creditors, regardless of whether such plan has requested or obtained judicial approval, or anticipatory measures for any such proceeding as provided for in paragraph 12 of Article 6 of the Bankruptcy Act or any similar proceeding in another jurisdiction; (iv) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such successor company of the Issuer; or (c) Corporate Restructuring carried out exclusively between the Issuer and its Subsidiaries, provided that the

Issuer remains, even if indirectly, as the direct or indirect controlling shareholder of the other companies resulting from the Corporate Restructuring; or (d) merger, by the Issuer (so that the Issuer is the surviving company), of any Subsidiary of the Issuer; or (e) merger of shares involving the Issuer for the exclusive purpose of carrying out operations for the acquisition of companies by the Issuer; or (f) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless (a) previously authorized by the Debenture Holders at the Debenture Holders' General Meeting convened for this purpose, or (b) if the reduction takes place for the purpose of absorbing accumulated losses;

g) The net funds raised by the Issuer through the Issuance of Incentivized Debentures will be allocated to the payment of future expenses or reimbursement of expenses or debts related to the Gralha Azul Project, the Novo Estado Project and the Santo Agostinho Project.

The net funds raised by the Issuer through the Issuance of Institutional Debentures will be allocated to the formation of working capital to finance the implementation of the Issuer's business plan.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. After signing the Indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the Indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. – 11th issue – 4th Series
Characteristics of Securities	<p>a) Maturity: the Debentures mature on November 15, 2028.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, pursuant to the Indenture, in the knowledge of the occurrence of the provisions of Clause 6.1.1 of the Indenture;</p> <p>c) Interest: 100% DI Rate with a spread of 1.00% per annum.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - The distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - The disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in aggregate from the Issue Date to the Maturity Date, more than twenty-five percent (25%) of the Issuer's consolidated installed capacity, set out in the Issuer's latest quarterly financial information on the date of the last event. For the purpose of calculating the limit of twenty-five percent (25%), the aggregate value of the installed capacity that has been reduced due to the reasons mentioned in this item from the Date of Issue to the date of the last event (<i>inclusive</i>) shall be added to the consolidated installed capacity of the Issuer, as provided for in the most recent quarterly financial information available of the Issuer. - Incurring new debts: Not applicable. - The issuance of new securities: Not applicable. - Carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure in foreign jurisdictions that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) the Issuer and/or any of its Relevant Subsidiaries filing mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or an out-of-court reorganization plan against any creditor or class of creditors, regardless of whether such plan has requested or obtained judicial approval, or anticipatory measures for any such proceeding as provided for in paragraph 12 of Article 6 of the Bankruptcy Act or any similar proceeding in another jurisdiction; (iv) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such successor company of the Issuer; or (c) Corporate Restructuring carried out exclusively between the Issuer and its Subsidiaries, provided that the

Issuer remains, even if indirectly, as the direct or indirect controlling shareholder of the other companies resulting from the Corporate Restructuring; or (d) merger, by the Issuer (so that the Issuer is the surviving company), of any Subsidiary of the Issuer; or (e) merger of shares involving the Issuer for the exclusive purpose of carrying out operations for the acquisition of companies by the Issuer; or (f) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless (a) previously authorized by the Debenture Holders at the Debenture Holders' General Meeting convened for this purpose, or (b) if the reduction takes place for the purpose of absorbing accumulated losses;

g) The net funds raised by the Issuer through the Issuance of Incentivized Debentures will be allocated to the payment of future expenses or reimbursement of expenses or debts related to the Gralha Azul Project, the Novo Estado Project and the Santo Agostinho Project.

The net funds raised by the Issuer through the Issuance of Institutional Debentures will be allocated to the formation of working capital to finance the implementation of the Issuer's business plan.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. After signing the Indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the Indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. – 11th issue – 5th Series
Characteristics of Securities	<p>a) Maturity: the Debentures mature on November 15, 2030.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, pursuant to the Indenture, in the knowledge of the occurrence of the provisions of Clause 6.1.1 of the Indenture;</p> <p>c) Interest: 100% of the DI rate plus a spread of 1.10% per annum.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - The distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - The disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in aggregate from the Issue Date to the Maturity Date, more than twenty-five percent (25%) of the Issuer's consolidated installed capacity, set out in the Issuer's latest quarterly financial information on the date of the last event. For the purpose of calculating the limit of twenty-five percent (25%), the aggregate value of the installed capacity that has been reduced due to the reasons mentioned in this item from the Date of Issue to the date of the last event (<i>inclusive</i>) shall be added to the consolidated installed capacity of the Issuer, as provided for in the most recent quarterly financial information available of the Issuer. - Incurring new debts: Not applicable. - The issuance of new securities: Not applicable. - Carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure in foreign jurisdictions that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) the Issuer and/or any of its Relevant Subsidiaries filing mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or an out-of-court reorganization plan against any creditor or class of creditors, regardless of whether such plan has requested or obtained judicial approval, or anticipatory measures for any such proceeding as provided for in paragraph 12 of Article 6 of the Bankruptcy Act or any similar proceeding in another jurisdiction; (iv) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such successor company of the Issuer; or (c) Corporate Restructuring carried out exclusively between the Issuer and its Subsidiaries, provided that the

Issuer remains, even if indirectly, as the direct or indirect controlling shareholder of the other companies resulting from the Corporate Restructuring; or (d) merger, by the Issuer (so that the Issuer is the surviving company), of any Subsidiary of the Issuer; or (e) merger of shares involving the Issuer for the exclusive purpose of carrying out operations for the acquisition of companies by the Issuer; or (f) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless (a) previously authorized by the Debenture Holders at the Debenture Holders' General Meeting convened for this purpose, or (b) if the reduction takes place for the purpose of absorbing accumulated losses;

g) The net funds raised by the Issuer through the Issuance of Incentivized Debentures will be allocated to the payment of future expenses or reimbursement of expenses or debts related to the Gralha Azul Project, the Novo Estado Project and the Santo Agostinho Project.

The net funds raised by the Issuer through the Issuance of Institutional Debentures will be allocated to the formation of working capital to finance the implementation of the Issuer's business plan.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. After signing the Indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the Indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. – 12th issue – 1st Series
Characteristics of Securities	<p>a) Maturity: the Debentures mature on August 15, 2029.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, pursuant to the Indenture, in the knowledge of the occurrence of the provisions of Clause 6.1.1 of the Indenture;</p> <p>c) Interest: 12.4974%.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - The distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - The disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in aggregate from the Issue Date to the Maturity Date, more than twenty-five percent (25%) of the Issuer's consolidated installed capacity, set out in the Issuer's latest quarterly financial information on the date of the last event. For the purpose of calculating the limit of twenty-five percent (25%), the aggregate value of the installed capacity that has been reduced due to the reasons mentioned in this item from the Date of Issue to the date of the last event (<i>inclusive</i>) shall be added to the consolidated installed capacity of the Issuer, as provided for in the most recent quarterly financial information available of the Issuer. - Incurring new debts: Not applicable. - The issuance of new securities: Not applicable. - Carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's or if resulting from mergers, demergers, incorporations, share incorporations, or any other Corporate Reorganization operations in which the shareholding control, under the terms of Article 116 of the Brazilian Corporation Law, of the resulting company remains, even indirectly, exercised by the Issuer; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure in foreign jurisdictions that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) the Issuer and/or any of its Relevant Subsidiaries filing mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or an out-of-court reorganization plan against any creditor or class of creditors, regardless of whether such plan has requested or obtained judicial approval, or anticipatory measures for any such proceeding as provided for in paragraph 12 of Article 6 of the Bankruptcy Act or any similar proceeding in another jurisdiction; (iv) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the

Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A., a company incorporated under the laws of France, and the Issuer's assets are held with such successor company of the Issuer; or (c) Corporate Restructuring carried out exclusively between the Issuer and its Subsidiaries, provided that the Issuer remains, even if indirectly, as the direct or indirect controlling shareholder of the other companies resulting from the Corporate Restructuring; or (d) merger, by the Issuer (so that the Issuer is the surviving company), of any Subsidiary of the Issuer; or (e) merger of shares involving the Issuer for the exclusive purpose of carrying out operations for the acquisition of companies by the Issuer; or (f) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (v) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vi) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (vii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless (a) previously authorized by the Debenture Holders at the Debenture Holders' General Meeting convened for this purpose, or (b) if the reduction takes place for the purpose of absorbing accumulated losses;

g) The net funds raised by the Issuer through the Issuance of Incentivized Debentures will be allocated to the payment of future expenses or reimbursement of expenses or debts related to the Assuruá Project.

The net funds raised by the Issuer through the Issuance of Institutional Debentures will be allocated to the formation of working capital to finance the implementation of the Issuer's business plan.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. After signing the Indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the Indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. – 12th issue – 2nd Series
Characteristics of Securities	<p>a) Maturity: the Debentures mature on June 15, 2034.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, pursuant to the Indenture, in the knowledge of the occurrence of the provisions of Clause 6.1.1 of the Indenture;</p> <p>c) Interest: IPCA + 6.7766%.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - The distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - The disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in aggregate from the Issue Date to the Maturity Date, more than twenty-five percent (25%) of the Issuer's consolidated installed capacity, set out in the Issuer's latest quarterly financial information on the date of the last event. For the purpose of calculating the limit of twenty-five percent (25%), the aggregate value of the installed capacity that has been reduced due to the reasons mentioned in this item from the Date of Issue to the date of the last event (<i>inclusive</i>) shall be added to the consolidated installed capacity of the Issuer, as provided for in the most recent quarterly financial information available of the Issuer. - Incurring new debts: Not applicable. - The issuance of new securities: Not applicable. - Carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's or if resulting from mergers, demergers, incorporations, share incorporations, or any other Corporate Reorganization operations in which the shareholding control, under the terms of Article 116 of the Brazilian Corporation Law, of the resulting company remains, even indirectly, exercised by the Issuer; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure in foreign jurisdictions that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) the Issuer and/or any of its Relevant Subsidiaries filing mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or an out-of-court reorganization plan against any creditor or class of creditors, regardless of whether such plan has requested or obtained judicial approval, or anticipatory measures for any such proceeding as provided for in paragraph 12 of Article 6 of the Bankruptcy Act or any similar proceeding in another jurisdiction; (iv) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the

Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A., a company incorporated under the laws of France, and the Issuer's assets are held with such successor company of the Issuer; or (c) Corporate Restructuring carried out exclusively between the Issuer and its Subsidiaries, provided that the Issuer remains, even if indirectly, as the direct or indirect controlling shareholder of the other companies resulting from the Corporate Restructuring; or (d) merger, by the Issuer (so that the Issuer is the surviving company), of any Subsidiary of the Issuer; or (e) merger of shares involving the Issuer for the exclusive purpose of carrying out operations for the acquisition of companies by the Issuer; or (f) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (v) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vi) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (vii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless (a) previously authorized by the Debenture Holders at the Debenture Holders' General Meeting convened for this purpose, or (b) if the reduction takes place for the purpose of absorbing accumulated losses;

g) The net funds raised by the Issuer through the Issuance of Incentivized Debentures will be allocated to the payment of future expenses or reimbursement of expenses or debts related to the Assuruá Project.

The net funds raised by the Issuer through the Issuance of Institutional Debentures will be allocated to the formation of working capital to finance the implementation of the Issuer's business plan.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. After signing the Indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the Indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. – 12th issue – 4th Series
Characteristics of Securities	<p>a) Maturity: the Debentures mature on June 15, 2026.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, pursuant to the Indenture, in the knowledge of the occurrence of the provisions of Clause 6.1.1 of the Indenture;</p> <p>c) Interest: CDI + 0.55%.</p> <p>e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>f) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - The distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - The disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in aggregate from the Issue Date to the Maturity Date, more than twenty-five percent (25%) of the Issuer's consolidated installed capacity, set out in the Issuer's latest quarterly financial information on the date of the last event. For the purpose of calculating the limit of twenty-five percent (25%), the aggregate value of the installed capacity that has been reduced due to the reasons mentioned in this item from the Date of Issue to the date of the last event (<i>inclusive</i>) shall be added to the consolidated installed capacity of the Issuer, as provided for in the most recent quarterly financial information available of the Issuer. - Incurring new debts: Not applicable. - The issuance of new securities: Not applicable. - Carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's or if resulting from mergers, demergers, incorporations, share incorporations, or any other Corporate Reorganization operations in which the shareholding control, under the terms of Article 116 of the Brazilian Corporation Law, of the resulting company remains, even indirectly, exercised by the Issuer; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure in foreign jurisdictions that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) the Issuer and/or any of its Relevant Subsidiaries filing mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or an out-of-court reorganization plan against any creditor or class of creditors, regardless of whether such plan has requested or obtained judicial approval, or anticipatory measures for any such proceeding as provided for in paragraph 12 of Article 6 of the Bankruptcy Act or any similar proceeding in another jurisdiction; (iv) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the

Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A., a company incorporated under the laws of France, and the Issuer's assets are held with such successor company of the Issuer; or (c) Corporate Restructuring carried out exclusively between the Issuer and its Subsidiaries, provided that the Issuer remains, even if indirectly, as the direct or indirect controlling shareholder of the other companies resulting from the Corporate Restructuring; or (d) merger, by the Issuer (so that the Issuer is the surviving company), of any Subsidiary of the Issuer; or (e) merger of shares involving the Issuer for the exclusive purpose of carrying out operations for the acquisition of companies by the Issuer; or (f) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (v) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vi) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (vii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless (a) previously authorized by the Debenture Holders at the Debenture Holders' General Meeting convened for this purpose, or (b) if the reduction takes place for the purpose of absorbing accumulated losses;

g) The net funds raised by the Issuer through the Issuance of Incentivized Debentures will be allocated to the payment of future expenses or reimbursement of expenses or debts related to the Assuruá Project.

The net funds raised by the Issuer through the Issuance of Institutional Debentures will be allocated to the formation of working capital to finance the implementation of the Issuer's business plan.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. After signing the Indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the Indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures or by the CVM.

Securities	Debentures
Identification of the Security	ENGIE Brasil Energia S.A. – 13th issue – Single series
Characteristics of Securities	<p>a) Maturity: The Debentures mature on September 25, 2030.</p> <p>b) Automatic Early Maturity: declaration, by the Trustee, pursuant to the Indenture, in the knowledge of the occurrence of the provisions of Clause 6.1.1 of the Indenture;</p> <p>c) Interest: 12.2372%.</p> <p>d) Guarantee: The Debentures are of the type without guarantee or preference (unsecured).</p> <p>e) any restrictions imposed on the issuer in relation to:</p> <ul style="list-style-type: none"> - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6,404, of 1976; - the disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in aggregate from the Issue Date to the Maturity Date, more than twenty-five percent (25%) of the Issuer's consolidated installed capacity, set out in the Issuer's latest quarterly financial information on the date of the last event. For the purpose of calculating the limit of twenty-five percent (25%), the aggregate value of the installed capacity that has been reduced due to the reasons mentioned in this item from the Date of Issue to the date of the last event (inclusive) shall be added to the consolidated installed capacity of the Issuer, as provided for in the most recent quarterly financial information available of the Issuer; - incurring new debts: Not applicable. - the issuance of new securities: Not applicable. - carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's or if resulting from mergers, demergers, incorporations, share incorporations, or any other Corporate Reorganization operations in which the shareholding control, under the terms of Article 116 of the Brazilian Corporation Law, of the resulting company remains, even indirectly, exercised by the Issuer; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure in foreign jurisdictions that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) the Issuer and/or any of its Relevant Subsidiaries filing mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or an out-of-court reorganization plan against any creditor or class of creditors, regardless of whether such plan has requested or obtained judicial approval, or anticipatory measures for any such proceeding as provided for in paragraph 12 of Article 6 of the Bankruptcy Act or any similar proceeding in another jurisdiction; (iv) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debenture Holders convened for this purpose; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the

Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A., a company incorporated under the laws of France, and the Issuer's assets are held with such successor company of the Issuer; or (c) Corporate Restructuring carried out exclusively between the Issuer and its Subsidiaries, provided that the Issuer remains, even if indirectly, as the direct or indirect controlling shareholder of the other companies resulting from the Corporate Restructuring; or (d) merger, by the Issuer (so that the Issuer is the surviving company), of any Subsidiary of the Issuer; or (e) merger of shares involving the Issuer for the exclusive purpose of carrying out operations for the acquisition of companies by the Issuer; or (f) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debenture Holders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (v) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vi) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (vii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless (a) previously authorized by the Debenture Holders at the Debenture Holders' General Meeting convened for this purpose, or (b) if the reduction takes place for the purpose of absorbing accumulated losses;

f) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to the Assuruá Project.

g) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. After signing the Indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the Indenture and the applicable regulations. The main terms and conditions of the contract are described in Clause VIII of the Indenture.

h) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures.

ii. Securities issued by the Company's subsidiaries

In addition to item 12.3 of this Reference Form, the Company describes below the securities issued by its subsidiaries.

The outstanding debt balances shown below are the gross debit balances of funding costs as at the Financial Statements as of December 31, 2023.

Exclusively for the purposes of the table below, the term "Issuer" shall be understood as Companhia Energética Jaguara.

Securities	Debentures
Identification of the Security	Companhia Energética Jaguara - 1st issue – Series 2
Issue Date	06/15/2018
Due Date	06/15/2027
Quantity (Units)	634,000
Individuals (Units)	1,805
Legal Entities (Units)	76
Institutional Investors (Units)	0
Overall par value (Reais)	634,000,000.00
Outstanding Debit Balance	639,949,885.49
Restriction to circulation	Yes
Description of the Restriction	Ninety (90) days of the date of each subscription or acquisition by Professional Investors, as provided in article 13 of CVM Instruction No. 476 In 2022, the aforementioned Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however, this provides in its article 100, sole paragraph, that "the offerings in progress on the date of entry into force of this resolution will be governed, including with regard to the restrictions on the trading in the secondary market of the securities offered, by the rules in force: I – on the date of filing the application for registration; or II – on the date on which the start of the offer is informed, in the case of offers exempt from registration."
Exchangeability	No
Possibility of redemption	Yes
Assumption and calculation of the redemption value	Provided that it is so authorized by specific regulation, pursuant to Law No. 12,431, the Company may, at any time from the Issue Date, carry out an optional early redemption offer of all the First Series Debentures and/or the Second Series Debentures, as the case may be, to be addressed to all Debenture Holders of the respective series, without distinction, and all Debenture Holders of the respective series are guaranteed equal conditions to accept or refuse, at their sole discretion, the offer of early redemption of the Debentures held by them, subject to the terms of the Indenture and applicable legislation, including, but not limited to, the Corporation Law and the rules to be issued by the CMN. The amount to be paid in relation to each of the Debentures of the respective series under the Early Redemption Offer will correspond to the balance of the Unit Par Value or the Adjusted Unit Par Value, as the case may be, plus the applicable Remuneration, calculated on a pro rata basis since the Payment Date or the Remuneration Payment Date of the respective immediately preceding series, as the case may be, until the effective payment date, without the incidence of a premium of any nature.

Characteristics of Securities

- a) Maturity: The Debentures mature on June 15, 2027.
- b) Early maturity: When together with the Maturity Date of the First Series Debentures, without distinction, there being, however, the provision of declaration of early maturity in the knowledge of the occurrence of any of the hypotheses provided for in items 4.1.1 and 4.1.2 of the Indenture.
- c) Interest: The Unit Par Value or the balance of the Unit Par Value, as applicable, of the Second Series Debentures will be adjusted for inflation by the accumulated variation of the Broad Consumer Price Index ("IPCA"), calculated and published monthly by the Brazilian Institute of Geography and Statistics ("IBGE"), from the Payment Date to the date of actual payment, with the proceeds from the Adjustment for Inflation being incorporated into the Unit Par Value or the balance of the Unit Par Value, as the case may be. Pre-fixed compensatory interest of 6.4962%, based on two hundred and fifty-two (252) Business Days shall apply to the Adjusted Unit Par Value of the Second Series Debentures ("Second Series Remuneration" and, together with the First Series Remuneration or indistinctly, "Remuneration").
- d) Guarantee: Fiduciary sale, by ENGIE Brasil Energia S.A. and by ENGIE Brasil Energia Comercializadora Ltda. in favor of the Debenture Holders, represented by the Trustee, of all the shares, current and future, owned by them and issued by Companhia Energética Jaguara, as well as any other securities representing Companhia Energética Jaguara's capital stock that may be subscribed, paid in, received, conferred, purchased or otherwise acquired by the Shareholders, as well as all ancillary rights related to the aforementioned assets, including proceeds, income, remuneration, bonus or capital reimbursement, owned by the Shareholders. In addition, there is the Fiduciary Assignment, by the Issuer, in favor of the Debenture Holders, represented by the Trustee, of all the following main and ancillary rights, present and future, held by the Issuer and, together with the Fiduciary Sale of Shares of the Issuer: rights arising from Concession Agreement 002/2017-Aneel, entered into on November 10, 2017, between the Federal Government, represented by the National Electric Energy Agency - Aneel, and the Company, and any subsequent amendments thereto, including the right to receive all and any amounts that, effectively or potentially, are or will become payable and pending payment by the government to the Issuer, including the right to receive all indemnities for the termination of the concession granted under the terms of the Concession Agreement and credit rights arising from provision of electric power generation services, provided for in the Concession Agreement; credit rights arising from the Conventional Electricity Purchase Agreement, to be entered into between the Issuer and ENGIE (as amended from time to time), and all other energy purchase agreements related to the Project, as well as any amendments and/or instruments that may replace them; credit rights arising from the Operating Agreement - Jaguara Hydroelectric Power Plant, to be entered into between the Issuer and ENGIE (as amended from time to time), or any instruments that may replace it, including any indemnities arising from penalties or insurance reimbursement due to the Issuer; credit rights arising from insurance policies related to the Project taken out by the Issuer as co-insured (exclusively with respect to credit rights held by the Issuer as co-insured), and all other insurance policies related to the Project, as well as any endorsements and/or instruments that may replace them; credit rights, present and/or future, arising from the ownership of the Centralizing Account, in which the receivables arising from the Credit Rights will be credited, including all receivables and revenues, at any time, during the term of this Agreement, received, held and deposited in the Centralizing Account, as well as any and all amounts and resources that may be deposited in the Centralizing Account, regardless of origin; credit rights, present and/or future, arising from the ownership of the Reserve Account, to which the amount

necessary to make up the Minimum Balance of the Reserve Account will be transferred from the Centralizing Account, including all receivables arising from the Credit Rights and revenues, at any time, during the term of this Agreement, received, held and deposited in the Reserve Account, as well as any and all amounts and resources that may be deposited in the Reserve Account, regardless of origin; credit rights arising from the Permitted Investments carried out with the funds credited to the Centralizing Account and the Reserve Account, including financial investments, income, rights, earnings, distributions and other amounts received or to be received or in any other way distributed or to be distributed to the Issuer. The other terms and conditions of the Fiduciary Assignment of Credit Rights will be described in the "Private Instrument for the Fiduciary Assignment of Emerging Rights, Credit Rights and Bank Credits in Guarantee and Other Covenants", to be entered into between the Issuer and the Trustee.

- e) any restrictions imposed on the issuer in relation to: Except for the payment of the mandatory minimum dividend provided for in article 202 of the Corporation Law, which will not be subject to any restrictions, no dividends, interest on equity or any other profit sharing provided for in the Issuer's Bylaws shall be paid, exclusively in the event of: If the Issuer is in default with respect to the payment of any pecuniary obligation provided for in this Indenture, or if the DSCR calculated in accordance with the provisions of Clause 4.1.2 of the Indenture is greater than or equal to 1.10x and less than or equal to 1.15x; provided that, once a DSCR greater than 1.15x is calculated and as long as there is no default by the Issuer, in relation to the payment of any pecuniary obligation provided for in this Indenture, the Issuer may pay any distributions under the terms of this item, without any restrictions; and not incur new debts in operations in the local and international financial or capital markets, grant preference to other credits (in relation to obligations incurred under the Indenture), carry out share repayments, issue debentures or founders' shares until the full settlement of the Second Series Debentures, unless approved at the General Meeting by Debenture Holders representing at least 75% of the Outstanding Debentures, on first or second call.
- f) The funds obtained through the issuance of Debentures shall be used to refinance the Issuer's indebtedness, including through the partial mandatory early redemption of commercial promissory notes of the 1st issue of the Issuer ("1st Issue of Promissory Notes"), in an amount corresponding to the total net amount raised through the placement of First Series Debentures.
- g) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários
- h) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

Conditions for modification of the rights ensured by said securities

Upon proposal by the Issuer, the General Meeting of Debenture Holders may, by a favorable resolution of Debenture Holders representing at least ninety percent (90%) of the Outstanding Debentures, on first and second call, approve any modification related to the characteristics of the Debentures that entails alteration of: (i) the Adjustment for Inflation or Remuneration, (ii) the Remuneration Payment Dates or any amounts provided for in this Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the amounts, sums and Repayment Dates of the Debentures, (v) the wording of any Events of Default, including their exclusion; (vi) the alteration of the resolution quorums provided for in this Indenture, (vii) the provisions of this Clause, (viii) the Security Interests, (ix) creation of a renegotiation event, (x) the provisions relating to optional early redemption; optional extraordinary repayments, or (xi) the type of Debentures.

Exclusively for the purposes of the table below, the term "Issuer" shall be understood as Companhia Energética Miranda.

Securities	Debentures
Identification of the Security	Companhia Energética Miranda - 1st issue – Series 2
Issue Date	06/15/2018
Due Date	06/15/2027
Quantity (Units)	386,000
Individuals (Units)	1,090
Legal Entities (Units)	39
Institutional Investors (Units)	0
Overall par value (Reais)	386,000,000.00
Outstanding Debit Balance	420,097,901.55
Restriction to circulation	Yes
Description of the Restriction	Ninety (90) days of the date of each subscription or acquisition by Professional Investors, as provided in article 13 of CVM Instruction No. 476 In 2022, the aforementioned Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however, this provides in its article 100, sole paragraph, that "the offerings in progress on the date of entry into force of this resolution will be governed, including with regard to the restrictions on the trading in the secondary market of the securities offered, by the rules in force: I – on the date of filing the application for registration; or II – on the date on which the start of the offer is informed, in the case of offers exempt from registration."
Exchangeability	No
Possibility of redemption	Yes
Assumption and calculation of the redemption value	Provided that it is so authorized by specific regulation, pursuant to Law No. 12,431, the Company may, at any time from the Issue Date, carry out an optional early redemption offer of all the First Series Debentures and/or the Second Series Debentures, as the case may be, to be addressed to all Debenture Holders of the respective series, without distinction, and all Debenture Holders of the respective series are guaranteed equal conditions to accept or refuse, at their sole discretion, the offer of early redemption of the Debentures held by them, subject to the terms of the Indenture and applicable legislation, including, but not limited to, the Corporation Law and the rules to be issued by the CMN. The amount to be paid in relation to each of the Debentures of the respective series under the Early Redemption Offer will correspond to the balance of the Unit Par Value or the Adjusted Unit Par Value, as the case may be, plus the applicable Remuneration, calculated on a pro rata basis since the Payment Date or the Remuneration Payment Date of the respective immediately preceding series, as the case may be, until the effective payment date, without the incidence of a premium of any nature.
Characteristics of Securities	<p>a) Maturity: The Debentures mature on June 15, 2027.</p> <p>b) Early maturity: When together with the Maturity Date of the First Series Debentures, without distinction, there being, however, the provision of declaration of early maturity in the knowledge of the occurrence of any of the hypotheses provided for in items 4.1.1 and 4.1.2 of the Indenture.</p>

c) Interest: The Unit Par Value or the balance of the Unit Par Value, as applicable, of the Second Series Debentures will be adjusted for inflation by the accumulated variation of the Broad Consumer Price Index ("IPCA"), calculated and published monthly by the Brazilian Institute of Geography and Statistics ("IBGE"), from the Payment Date to the date of actual payment, with the proceeds from the Adjustment for Inflation being incorporated into the Unit Par Value or the balance of the Unit Par Value, as the case may be. Pre-fixed compensatory interest of 6.4962%, based on two hundred and fifty-two (252) Business Days shall apply to the Adjusted Unit Par Value of the Second Series Debentures ("Second Series Remuneration" and, together with the First Series Remuneration or indistinctly, "Remuneration").

d) Guarantee: Fiduciary sale, by ENGIE Brasil Energia S.A. and by ENGIE Brasil Energia Comercializadora Ltda. in favor of the Debenture Holders, represented by the Trustee, of all the shares, current and future, owned by them and issued by the Issuer, as well as any other securities representing the Issuer's capital stock that may be subscribed, paid in, received, conferred, purchased or otherwise acquired by the Shareholders, as well as all ancillary rights related to the aforementioned assets, including proceeds, income, remuneration, bonus or capital reimbursement, owned by the Shareholders. In addition, there is the Fiduciary Assignment, by the Issuer, in favor of the Debenture Holders, represented by the Trustee, of all the following main and ancillary rights, present and future, held by the Issuer and, together with the Fiduciary Sale of Shares of the Issuer: rights arising from Concession Agreement 002/2017-Aneel, entered into on November 10, 2017, between the Federal Government, represented by the National Electric Energy Agency - Aneel, and the Company, and any subsequent amendments thereto, including the right to receive all and any amounts that, effectively or potentially, are or will become payable and pending payment by the government to the Issuer, including the right to receive all indemnities for the termination of the concession granted under the terms of the Concession Agreement and credit rights arising from provision of electric power generation services, provided for in the Concession Agreement; credit rights arising from the Conventional Electricity Purchase Agreement, to be entered into between the Issuer and ENGIE (as amended from time to time), and all other energy purchase agreements related to the Project, as well as any amendments and/or instruments that may replace them; credit rights arising from the Operating Agreement – Miranda Hydroelectric Power Plant, to be entered into between the Issuer and ENGIE (as amended from time to time), or any instruments that may replace it, including any indemnities arising from penalties or insurance reimbursement due to the Issuer; credit rights arising from insurance policies related to the Project taken out by the Issuer as co-insured (exclusively with respect to credit rights held by the Issuer as co-insured), and all other insurance policies related to the Project, as well as any endorsements and/or instruments that may replace them; credit rights, present and/or future, arising from the ownership of the Centralizing Account, in which the receivables arising from the Credit Rights will be credited, including all receivables and revenues, at any time, during the term of this Agreement, received, held and deposited in the Centralizing Account, as well as any and all amounts and resources that may be deposited in the Centralizing Account, regardless of origin; credit rights, present and/or future, arising from the ownership of the Reserve Account, to which the amount necessary to make up the Minimum Balance of the Reserve Account will be transferred from the Centralizing Account, including all receivables arising from the Credit Rights and revenues, at any time, during the term of this Agreement, received, held and deposited in the Reserve Account, as well as any and all amounts and resources that may be deposited in the Reserve Account, regardless of origin; credit rights arising from the Permitted Investments carried out with the funds credited to the Centralizing Account and the Reserve

Account, including financial investments, income, rights, earnings, distributions and other amounts received or to be received or in any other way distributed or to be distributed to the Issuer. The other terms and conditions of the Fiduciary Assignment of Credit Rights will be described in the "Private Instrument for the Fiduciary Assignment of Emerging Rights, Credit Rights and Bank Credits in Guarantee and Other Covenants", to be entered into between the Issuer and the Trustee.

- e) any restrictions imposed on the issuer in relation to: Except for the payment of the mandatory minimum dividend provided for in article 202 of the Corporation Law, which will not be subject to any restrictions, no dividends, interest on equity or any other profit sharing provided for in the Issuer's Bylaws shall be paid, exclusively in the event of: If the Issuer is in default with respect to the payment of any pecuniary obligation provided for in this Indenture, or if the DSCR calculated in accordance with the provisions of Clause 4.1.2 of the Indenture is greater than or equal to 1.10x and less than or equal to 1.15x; provided that, once a DSCR greater than 1.15x is calculated and as long as there is no default by the Issuer, in relation to the payment of any pecuniary obligation provided for in this Indenture, the Issuer may pay any distributions under the terms of this item, without any restrictions; and not incur new debts in operations in the local and international financial or capital markets, grant preference to other credits (in relation to obligations incurred under the Indenture), carry out share repayments, issue debentures or founders' shares until the full settlement of the Second Series Debentures, unless approved at the General Meeting by Debenture Holders representing at least 75% of the Outstanding Debentures, on first or second call.
- f) The funds obtained through the issuance of Debentures shall be used to refinance the Issuer's indebtedness, including through the partial mandatory early redemption of commercial promissory notes of the 1st issue of the Issuer ("1st Issue of Promissory Notes"), in an amount corresponding to the total net amount raised through the placement of First Series Debentures.

g) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários

h) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

Conditions for modification of the rights ensured by said securities

Upon proposal by the Issuer, the General Meeting of Debenture Holders may, by a favorable resolution of Debenture Holders representing at least ninety percent (90%) of the Outstanding Debentures, on first and second call, approve any modification related to the characteristics of the Debentures that entails alteration of: (i) the Adjustment for Inflation or Remuneration, (ii) the Remuneration Payment Dates or any amounts provided for in this Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the amounts, sums and Repayment Dates of the Debentures, (v) the wording of any Events of Default, including their exclusion; (vi) the alteration of the resolution quorums provided for in this Indenture, (vii) the provisions of this Clause, (viii) the Security Interests, (ix) creation of a renegotiation event, (x) the provisions relating to optional early redemption; optional extraordinary repayments, or (xi) the type of Debentures.

iii. Securities issued by a company jointly controlled by the Company, not consolidated in the Company's financial statements

In addition to item 12.3 of this Reference Form, the Company describes below the securities issued by a company jointly controlled by the Company, not consolidated in the Company's financial statements.

The outstanding debt balances shown below are the gross debit balances of funding costs as at the Financial Statements as of December 31, 2023.

Exclusively for the purposes of the table below, the term "Issuer" and the term "Company" shall be understood as Transportadora Associada de Gás S.A. - TAG.

Securities	Debentures
Identification of the Security	Transportadora Associada de Gás S.A. - TAG. - 1st issue – Series 1
Issue Date	06/13/2019
Due Date	06/13/2026
Quantity (Units)	70,000
Individuals (Units)	1
Legal Entities (Units)	34
Institutional Investors (Units)	30
Overall par value (Reais)	3,500,000,000.00
Outstanding Debit Balance	1,670,936,240.05
Restriction to circulation	Yes
Description of the Restriction	Ninety (90) days of the date of each subscription or acquisition by Professional Investors, as provided in article 13 of CVM Instruction No. 476 In 2022, the aforementioned Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however, this provides in its article 100, sole paragraph, that "the offerings in progress on the date of entry into force of this resolution will be governed, including with regard to the restrictions on the trading in the secondary market of the securities offered, by the rules in force: I – on the date of filing the application for registration; or II – on the date on which the start of the offer is informed, in the case of offers exempt from registration."
Exchangeability	No
Possibility of redemption	Yes
Assumption and calculation of the redemption value (i)	Transportadora Associada de Gás S.A. - TAG may carry out, at any time from the first payment date, at its sole discretion: (a) optional extraordinary repayment, always limited to ninety-eight percent (98%) of the respective Unit Par Value, which shall proportionally cover all Debentures (" <u>Optional Extraordinary Repayment</u> "); or (b) the optional early redemption of all Debentures (" <u>Optional Redemption</u> "), in any case, after obtaining the net proceeds from the Issue, subject to the conditions and terms of the Clauses below, upon payment of a premium on the amount of the respective Unit Par Value (or balance of the respective unit par value, as the case may be) object of Optional Extraordinary Repayment or Optional Redemption plus Remuneration, corresponding to twenty hundredths percent (0.20%) per year, based on three hundred and sixty 360) days, considering the period between the effective payment date and the Maturity Date, calculated according to the formula below (" <u>Premium</u> "):

Premium= VR * (Rate)*(duc/360)

where:

VR = unit par value or balance of the respective unit par value, as the case may be, plus remuneration under the terms of item (ii) below.

Rate = 0.20% p.a. (twenty hundredths of a percent per year).

duc= number of calendar days between the date of payment of the Optional Early Redemption / Optional Early Repayment and the maturity date, considering a year of 360 calendar days.

- (ii) The value of the Optional Extraordinary Repayment or the Optional Redemption, as the case may be, due by Transportadora Associada de Gás S.A. - TAG will be equivalent to the amount of the respective Unit Par Value or the balance of the respective Unit Par Value, as the case may be, subject to the amortization or redemption, as the case may be, plus: (i) of the Remuneration, calculated *pro rata temporis*, from the first Date of Payment of the Debentures, or from the date of payment of the Remuneration immediately before, until the date of the Optional Extraordinary Repayment or the Optional Redemption, as the case may be; (ii) of the Premium, as applicable; and (iii) any late payment charges due by Transportadora Associada de Gás S.A. - TAG.
- (iii) Transportadora Associada de Gás S.A. - TAG should communicate, via individual notification to all Debenture Holders, with a copy for the Trustee and B3, or publication of a Debenture Holders Notice, under the terms of the Indenture, on carrying out the Optional Extraordinary Repayment or Optional Redemption, as the case may be, with at least three (3) business days in advance of the date stipulated for payment of the Optional Extraordinary Repayment or Optional Redemption, as the case may be. The payment of repaid or redeemed Debentures will be carried out in accordance with the procedures adopted by B3, for Debentures held in electronic custody at B3 or upon deposit into a checking account, as indicated by each Debenture Holder, in the case of Debentures that are not electronically held in custody at B3.
- (iv) The communication mentioned in item (iii) above must contain at least: (i) the date for carrying out the Optional Extraordinary Repayment or Optional Redemption, as the case may be; (ii) the previous value of the Optional Extraordinary Repayment or the Optional Redemption, as the case may be, calculated on the day prior to the date of publication or sending of the notification; (iii) the percentage of the respective Unit Par Value or the balance of the respective Unit Par Value of the Debentures that will be repaid, in the event of Optional Extraordinary Repayment, considering the limitation of item (i) above; and (iv) any other information necessary for the operation of the Extraordinary Optional Repayment or the Optional Redemption, as the case may be.
- (v) The payment of the Optional Extraordinary Repayment or the Optional Redemption must be made on the date indicated in the communication of the Optional Extraordinary Repayment or the Optional Redemption and must proportionally cover all the Debentures, using the procedures adopted by B3 for Debentures held in electronic custody at B3.
- (vi) In case of Optional Redemption, the Debentures must be canceled.
- (vii) The optional partial redemption of Debentures will not be allowed.

Characteristics of Securities

- a) Maturity: The Debentures mature on June 13, 2026.
- b) Early Redemption Offer: The Issuer shall carry out an offer for early redemption of the Debentures, in whole or in part, addressed to all Debenture Holders, without distinction, including in relation to the series ("Mandatory Redemption Offer"), with all Debenture Holders being guaranteed equal conditions to accept early redemption of the Debentures they hold, in accordance with the terms and conditions set forth in this Clause 5.3 and in the occurrence of any of the following cases:
- receipt, by the Issuer and/or the Company, of net funds arising from insurance premium proceeds, compensation for damage or any other form of compensation for losses arising from loss, destruction and/or damage to any asset of the Issuer and/or the Company, without such funds being used (a) in the course of the Issuer's and/or the Company's business within a period of up to one (1) year from the respective receipt or (b) to reestablish the Company's operations under the "Natural Gas Firm Transport Service Agreement, referring to the GASENE Transport System", entered into on November 10, 2008, between Petrobras, in the capacity of loader, and the Company, in the capacity of carrier, as amended ("Gasene Gas Transport Agreement"). In this case, the Mandatory Redemption Offer shall correspond to the value of the net funds received and not used proportionally divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice (as defined below), and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in *Reais* based on the PTAX quote of the "United States Dollar" (code 220), published through the website of the Central Bank of Brazil ("BACEN") on exchange rates in the "Currency Conversion" option, based on the date corresponding to the second (2nd) Business Day prior to the date of publication of the Mandatory Redemption Offer Notice ("Conversion Amount");
 - any sale of assets, by the Issuer and/or the Company, whose net proceeds: (a) are not used or reserved to replace assets sold or for investment in assets in the course of the Issuer's and/or the Company's business within up to one (1) year, after receipt of the funds; and (b) (x) whose value, in the same fiscal year, individually or jointly, is equal to or greater than three hundred eighty-four million, three hundred seventy thousand *Reais* (R\$384,370,000.00), which must be adjusted for inflation by the accumulated variation of the IPCA annually, from the Payment Date, or its equivalent in other currencies, or (y) whose value, in any period, individually or jointly, is equal to or greater than nine hundred sixty million, nine hundred twenty-five thousand *Reais* (R\$960,925,000.00) which must be adjusted for inflation by the accumulated variation of the IPCA annually, from the Payment Date, or its equivalent in other currencies. In this case, the amount of the Mandatory Redemption Offer shall correspond to the value of the net funds received and not used, divided proportionately on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in *Reais* based on the Conversion Amount;
 - if the Company does not transfer funds from the Distribution Reserve Account (as defined in the Company Fiduciary Assignment Agreement) to the Operating Account and/or to the Checking Account (as defined in the

Company Fiduciary Assignment Agreement) for three (3) consecutive Repayment Dates due to the Issuer and/or the Company not having fulfilled the conditions for the distribution of dividends established in the Indenture. In this case, the amount of the Mandatory Redemption Offer must correspond to the value of the balance of the Distribution Reserve Account proportionally divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in *Reais* based on the Conversion Amount;

- receipt of funds arising from the termination of any Relevant Project Contract (unless the terminated Relevant Project Contract has been replaced by another contract which, considered in its entirety, is not materially less favorable to the Issuer and/or the Company). In this case, the Mandatory Redemption Offer shall correspond to the value of the net funds received and not used, divided proportionately on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in *Reais* based on the Conversion Amount;
 - in case the Issuer and/or the Company incurs new debts other than those permitted under the Indenture. In this case, the Mandatory Redemption Offer shall correspond to the value of the new indebtedness proportionately divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in *Reais* based on the Conversion Amount;
- c) Interest: The Debentures will be entitled to compensatory interest corresponding to one hundred percent (100%) of the accumulated variation of the average daily rates of DI Rates – One-Day Over Extra-Group Interbank Deposits (“DI Rates”), expressed as a percentage per year, based on two hundred and fifty-two (252) business days, calculated and published daily by B3 in the daily bulletin, available on its website (<http://www.b3.com.br>), plus a spread (surcharge) of one point eighty percent (1.80%) per year, based on two hundred and fifty-two (252) business days, calculated exponentially and cumulatively on a pro rata basis per business days elapsed, levied on the respective Unit Par Value or balance of the respective Unit Par Value of the Debentures, as the case may be, from the first Payment Date of the Debentures, or from the immediately preceding Remuneration payment date, until the subsequent Remuneration payment date.
- d) Guarantee: The Debentures are unsecured with additional security interest, which includes:
- fiduciary sale of one hundred percent (100%) of the shares issued by the Issuer, representing one hundred percent (100%) of the total and voting capital of the Issuer;
 - fiduciary sale of ninety percent (90%) of the shares issued by TAG, representing ninety percent (90%) of the total and voting share capital of TAG;
 - fiduciary assignment, by the Issuer, of the credit rights held by it arising from an intercompany loan, as well as from a checking account of free movement held by

it;

- fiduciary assignment, by TAG, of all credit rights, current and future, of its ownership arising from the authorizations to exploit the transport and storage of natural gas, as well as the gas transport contracts and other rights and/or revenues that are of its ownership, including checking accounts with restricted transactions held by it, and, by the Issuer, of checking accounts with restricted transactions owned by it;
- conditional assignment, by TAG, of its contractual rights arising from the Account Management Agreement and Other Covenants, entered into on May 25, 2018, between Petrobras, the Company and Banco Santander (Brasil) S.A.; and
- pledge, by the Issuer, of rights and/or revenues that it owns, including foreign checking accounts with restricted transaction held by it.
- Corporate guarantee, for the entire debt, provided by TAG.

For more information on guarantees, see item 7.9 of this form.

e) any restrictions imposed on the issuer in relation to:

- the distribution of dividends: the Issuer may only distribute dividends if it complies with the "Conditions of Distribution" present in the indenture, which include:
 - having complied with its payment obligations under the Indenture;
 - no Event of Default provided for in the Indenture having occurred;
 - having complied with the Debt Service Coverage Ratio as evidenced by the Issuer and/or the Company;
 - no Remedy Contributions having been made during the last twelve (12) months as of the last payment of the respective Unit Par Value and Remuneration.
 - the sale of certain assets: The Issuer may not dispose of assets, except for those expressly permitted by the Indenture.
 - incurring new debts: New debts that are not necessary for the normal course of the Issuer's business cannot be incurred, pursuant to the exceptions listed in the Indenture.
 - the issuance of new securities: Not applicable.
 - carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution, extinction or any form of corporate restructuring of the Issuer; (ii) liquidation, dissolution, extinction of the Issuer; (iii) request for judicial or extrajudicial reorganization, or voluntary bankruptcy made by the Issuer, regardless of the granting of the reorganization processing or its granting by the proper judge; (iv) petition or adjudication of bankruptcy against the Issuer, unless the request has been challenged and there is proof of deposit in court within the legal term, if applicable; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring of the Issuer by another company; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law.

f) The funds obtained through the issuance of Debentures are intended for: (i) payment of the amount referring to the acquisition by the Issuer of registered common shares, without par value issued by Transportadora Associada de Gás S.A. ("TAG"), representing 90% of the total and voting capital of TAG, in accordance with the terms and conditions set forth in the Share Purchase Agreement and Other Covenants, dated April 25, 2019, entered into between Petrobras, the

Issuer and, as consenting parties, TAG, the Direct Shareholders and ENGIE Brasil Participações Ltda; (ii) full advance payment of the entire outstanding balance of the indebtedness incurred by TAG with BNDES, by means of a subordinated loan from the Issuer to the Company; and (iii) payment of expenses and costs related to the Restricted Offer, including applicable taxes.

g) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda.

Main terms of the agreement signed with the trustee: (i) Type of Issue: public distribution with restricted efforts; (ii) Term: 7 years; (iii) Volume: 14 billion; (iv) Service conditions: After signing the indenture, Simplific Pavarini undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture; (v) Remuneration: Annual installments of thirty-two thousand Reais (R\$32,000.00) will be due, with the payment of the first of them due by the fifth (5th) business day after the date of signature of the indenture, and the following on the 15th of the same month, in subsequent years, calculated on a pro rata basis, if necessary. The values are adjusted annually by the IGPM.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series, as the case may be, or by the CVM.

Conditions for modification of the rights ensured by said securities

The Debenture Holders of each of the three (3) series may, at any time, meet at a general meeting of Debenture Holders ("General Meeting of Debenture Holders"), in order to resolve on matters of interest to the community of Debenture Holders of the respective series, and a General Meeting of Debenture Holders common to all series may be held if they have the same agenda, subject to the provisions of this Indenture. The General Meeting of Debenture Holders of each series may be called by the Trustee, by the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective series, or by the CVM.

The Debenture Holders' General Meetings shall be convened at least eight (8) days in advance, on first call. The Debenture Holders' General Meeting on second call may only be held at least five (5) days after the date set for the instatement of the Meeting on first call.

The General Meeting of Debenture Holders of each series shall be convened, on first call, with the presence of Debenture Holders representing at least the absolute majority of the Outstanding Debentures of the respective series, and, on second call, with any number of Debenture Holders.

For the purpose of constituting any and all quorums for installation and/or resolution of the General Meeting of Debenture Holders provided for in this Indenture, the following shall be considered: (i) "Outstanding First Series Debentures", all subscribed First Series Debentures, excluding those held in treasury by the Issuer and those owned by companies Controlled or affiliated by the Issuer (direct or indirect), Controlling Companies (or Control group) of the Issuer, companies under common Control, Issuer managers, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons; (ii) "Outstanding Second Series Debentures", all subscribed Second Series Debentures, excluding those held in treasury by the Issuer and those owned by Issuer's Subsidiaries or affiliates (direct or indirect), Controlling Companies (or Control group) of the Issuer, companies under common control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons; and (iii) "Outstanding Third Series Debentures", all subscribed Third Series Debentures, excluding those held in treasury by the Issuer and those owned by Issuer's Subsidiaries or affiliates (direct or indirect),

Controlling Companies (Control group) of the Issuer, companies under common Control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons. Outstanding First Series Debentures, together with Outstanding Second Series Debentures and Outstanding Third Series Debentures are referred to as "Outstanding Debentures".

Notwithstanding the above, the resolutions related to: (a) changes related to the Total Issue Amount or the respective Unit Par Value, the Remuneration, the non-applicability of monetary restatement to the Debentures, the Arrears Charges and/or any other amounts applicable in relation to the Debentures; (b) changes to any payment dates relating to the Debentures, including the Amortization Dates or the Maturity Date; (c) amendments, releases or any form of waiver with respect to the Guarantees and/or the Corporate Surety; (d) changes to any quorums provided for in this Indenture; (e) amendments to any Events of Default; and/or (f) changes related to the convertibility, type, and form, renegotiation or any characteristics of the Optional Extraordinary Repayment, the Optional Redemption or the Mandatory Early Redemption Offer, must have the approval of Debenture Holders representing at least ninety percent (90%) of Outstanding Debentures of the respective series, on first or second call.

Other material information	Transportadora Associada de Gás S.A. - TAG is a company jointly controlled by the Company, not consolidated in the Company's financial statements.
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Securities	Debentures
Identification of the Security	Transportadora Associada de Gás S.A. - TAG - 1 st Issue – Series 2
Issue Date	06/13/2019
Due Date	06/13/2026
Quantity (Units)	18,000
Individuals (Units)	1
Legal Entities (Units)	17
Institutional Investors (Units)	17
Overall par value (Reais)	4,500,000,000.00
Outstanding Debit Balance	2,132,499,991.39
Restriction to circulation	Yes
Description of the Restriction	Ninety (90) days of the date of each subscription or acquisition by Professional Investors, as provided in article 13 of CVM Instruction No. 476. In 2022, the aforementioned Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however, this provides in its article 100, sole paragraph, that "the offerings in progress on the date of entry into force of this resolution will be governed, including with regard to the restrictions on the trading in the secondary market of the securities offered, by the rules in force: I - on the date of filing the application for registration; or II - on the date on which the start of the offer is informed, in the case of offers exempt from registration."
Exchangeability	No
Possibility of redemption	Yes

Assumption and calculation of (i) the redemption value

Transportadora Associada de Gás S.A. - TAG may carry out, at any time from the first payment date, at its sole discretion: (a) optional extraordinary repayment, always limited to ninety-eight percent (98%) of the respective Unit Par Value, which shall proportionally cover all Debentures ("Optional Extraordinary Repayment"); or (b) the optional early redemption of all Debentures ("Optional Redemption"), in any case, after obtaining the net proceeds from the Issue, subject to the conditions and terms of the Clauses below, upon payment of a premium on the amount of the respective Unit Par Value (or balance of the respective unit par value, as the case may be) object of Optional Extraordinary Repayment or Optional Redemption plus Remuneration, corresponding to twenty hundredths percent (0.20%) per year, based on three hundred and sixty 360) days, considering the period between the effective payment date and the Maturity Date, calculated according to the formula below ("Premium"):

$$\text{Premium} = \text{VR} * (\text{Rate}) * (\text{duc}/360)$$

where:

VR = unit par value or balance of the respective unit par value, as the case may be, plus remuneration under the terms of item (ii) below.

Rate = 0.20% p.a. (twenty hundredths of a percent per year).

duc= number of calendar days between the date of payment of the Optional Early Redemption / Optional Early Repayment and the maturity date, considering a year of 360 calendar days.

- (ii) The value of the Optional Extraordinary Repayment or the Optional Redemption, as the case may be, due by Transportadora Associada de Gás S.A. - TAG will be equivalent to the amount of the respective Unit Par Value or the balance of the respective Unit Par Value, as the case may be, subject to the amortization or redemption, as the case may be, plus: (i) of the Remuneration, calculated *pro rata temporis*, from the first Date of Payment of the Debentures, or from the date of payment of the Remuneration immediately before, until the date of the Optional Extraordinary Repayment or the Optional Redemption, as the case may be; (ii) of the Premium, as applicable; and (iii) any late payment charges due by Transportadora Associada de Gás S.A. - TAG.
- (iii) Transportadora Associada de Gás S.A. - TAG should communicate, via individual notification to all Debenture Holders, with a copy for the Trustee and B3, or publication of a Debenture Holders Notice, under the terms of the Indenture, on carrying out the Optional Extraordinary Repayment or Optional Redemption, as the case may be, with at least three (3) business days in advance of the date stipulated for payment of the Optional Extraordinary Repayment or Optional Redemption, as the case may be. The payment of repaid or redeemed Debentures will be carried out in accordance with the procedures adopted by B3, for Debentures held in electronic custody at B3 or upon deposit into a checking account, as indicated by each Debenture Holder, in the case of Debentures that are not electronically held in custody at B3.
- (iv) The communication mentioned in item (iii) above must contain at least: (i) the date for carrying out the Optional Extraordinary Repayment or Optional Redemption, as the case may be; (ii) the previous value of the Optional Extraordinary Repayment or the Optional Redemption, as the case may be, calculated on the day prior to the date of publication or sending of the

notification; (iii) the percentage of the respective Unit Par Value or the balance of the respective Unit Par Value of the Debentures that will be repaid, in the event of Optional Extraordinary Repayment, considering the limitation of item (i) above; and (iv) any other information necessary for the operation of the Extraordinary Optional Repayment or the Optional Redemption, as the case may be.

- (v) The payment of the Optional Extraordinary Repayment or the Optional Redemption must be made on the date indicated in the communication of the Optional Extraordinary Repayment or the Optional Redemption and must proportionally cover all the Debentures, using the procedures adopted by B3 for Debentures held in electronic custody at B3.
- (vi) In case of Optional Redemption, the Debentures must be canceled.
- (vii) The optional partial redemption of Debentures will not be allowed.

Characteristics of Securities

a) Maturity: The Debentures mature on June 13, 2026.
b) Early Redemption Offer: The Issuer shall carry out an offer for early redemption of the Debentures, in whole or in part, addressed to all Debenture Holders, without distinction, including in relation to the series ("Mandatory Redemption Offer"), with all Debenture Holders being guaranteed equal conditions to accept early redemption of the Debentures they hold, in accordance with the terms and conditions set forth in this Clause 5.3 and in the occurrence of any of the following cases:

- receipt, by the Issuer and/or the Company, of net funds arising from insurance premium proceeds, compensation for damage or any other form of compensation for losses arising from loss, destruction and/or damage to any asset of the Issuer and/or the Company, without such funds being used (a) in the course of the Issuer's and/or the Company's business within a period of up to one (1) year from the respective receipt or (b) to reestablish the Company's operations under the "Natural Gas Firm Transport Service Agreement, referring to the GASENE Transport System", entered into on November 10, 2008, between Petrobras, in the capacity of loader, and the Company, in the capacity of carrier, as amended ("Gasene Gas Transport Agreement"). In this case, the Mandatory Redemption Offer shall correspond to the value of the net funds received and not used proportionally divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice (as defined below), and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in *Reais* based on the PTAX quote of the "United States Dollar" (code 220), published through the website of the Central Bank of Brazil ("BACEN") on exchange rates in the "Currency Conversion" option, based on the date corresponding to the second (2nd) Business Day prior to the date of publication of the Mandatory Redemption Offer Notice ("Conversion Amount");
- any sale of assets, by the Issuer and/or the Company, whose net proceeds: (a) are not used or reserved to replace assets sold or for investment in assets in the course of the Issuer's and/or the Company's business within up to one (1) year, after receipt of the funds; and (b) (x) whose value, in the same fiscal year, individually or jointly, is equal to or greater than three hundred eighty-four million, three hundred seventy thousand *Reais* (R\$384,370,000.00), which must be adjusted for inflation by the accumulated variation of the IPCA annually, from the Payment Date, or its equivalent in other currencies, or (y) whose value, in any period, individually

or jointly, is equal to or greater than nine hundred sixty million, nine hundred twenty-five thousand Reais (R\$960,925,000.00) which must be adjusted for inflation by the accumulated variation of the IPCA annually, from the Payment Date, or its equivalent in other currencies. In this case, the amount of the Mandatory Redemption Offer shall correspond to the value of the net funds received and not used, divided proportionately on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;

- if the Company does not transfer funds from the Distribution Reserve Account (as defined in the Company Fiduciary Assignment Agreement) to the Operating Account and/or to the Checking Account (as defined in the Company Fiduciary Assignment Agreement) for three (3) consecutive Repayment Dates due to the Issuer and/or the Company not having fulfilled the conditions for the distribution of dividends established in the Indenture. In this case, the amount of the Mandatory Redemption Offer must correspond to the value of the balance of the Distribution Reserve Account proportionally divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;
 - receipt of funds arising from the termination of any Relevant Project Contract (unless the terminated Relevant Project Contract has been replaced by another contract which, considered in its entirety, is not materially less favorable to the Issuer and/or the Company). In this case, the Mandatory Redemption Offer shall correspond to the value of the net funds received and not used, divided proportionately on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;
 - in case the Issuer and/or the Company incurs new debts other than those permitted under the Indenture. In this case, the Mandatory Redemption Offer shall correspond to the value of the new indebtedness proportionately divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;
- c) Interest: The Debentures will be entitled to compensatory interest corresponding to one hundred percent (100%) of the accumulated variation of the average daily rates of DI Rates – One-Day Over Extra-Group Interbank Deposits (“DI Rates”), expressed as a percentage per year, based on two hundred and fifty-two (252) business days, calculated and published daily by B3 in the daily bulletin, available on its website (<http://www.b3.com.br>), plus a spread (surcharge) of one point eighty percent (1.80%) per year, based on two hundred and fifty-two (252) business days, calculated exponentially and cumulatively on a pro rata basis per

business days elapsed, levied on the respective Unit Par Value or balance of the respective Unit Par Value of the Debentures, as the case may be, from the first Payment Date of the Debentures, or from the immediately preceding Remuneration payment date, until the subsequent Remuneration payment date.

d) Guarantee: The Debentures are unsecured with additional security interest, which includes:

- fiduciary sale of one hundred percent (100%) of the shares issued by the Issuer, representing one hundred percent (100%) of the total and voting capital of the Issuer;
- fiduciary sale of ninety percent (90%) of the shares issued by TAG, representing ninety percent (90%) of the total and voting share capital of TAG;
- fiduciary assignment, by the Issuer, of the credit rights held by it arising from an intercompany loan, as well as from a checking account of free movement held by it;
- fiduciary assignment, by TAG, of all credit rights, current and future, of its ownership arising from the authorizations to exploit the transport and storage of natural gas, as well as the gas transport contracts and other rights and/or revenues that are of its ownership, including checking accounts with restricted transactions held by it, and, by the Issuer, of checking accounts with restricted transactions owned by it;
- conditional assignment, by TAG, of its contractual rights arising from the Account Management Agreement and Other Covenants, entered into on May 25, 2018, between Petrobras, the Company and Banco Santander (Brasil) S.A.; and
- pledge, by the Issuer, of rights and/or revenues that it owns, including foreign checking accounts with restricted transaction held by it.
- Corporate guarantee, for the entire debt, provided by TAG.

For more information on the guarantees, see item 7.9 of this form.

e) any restrictions imposed on the issuer in relation to:

- the distribution of dividends: the Issuer may only distribute dividends if it complies with the "Conditions of Distribution" present in the indenture, which include:
 - having complied with its payment obligations under the Indenture;
 - no Event of Default provided for in the Indenture having occurred;
 - having complied with the Debt Service Coverage Ratio as evidenced by the Issuer and/or the Company;
 - no Remedy Contributions having been made during the last twelve (12) months as of the last payment of the respective Unit Par Value and Remuneration;
 - the sale of certain assets: The Issuer may not dispose of assets, except for those expressly permitted by the Indenture.
 - incurring new debts: New debts that are not necessary for the normal course of the Issuer's business cannot be incurred, pursuant to the exceptions listed in the indenture.
 - the issuance of new securities: Not applicable.
 - carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution, extinction or any form of corporate restructuring of the Issuer; (ii) liquidation, dissolution, extinction of the Issuer; (iii)

request for judicial or extrajudicial reorganization, or voluntary bankruptcy made by the Issuer, regardless of the granting of the reorganization processing or its granting by the proper judge; (iv) petition or adjudication of bankruptcy against the Issuer, unless the request has been challenged and there is proof of deposit in court within the legal term, if applicable; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring of the Issuer by another company; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law.

f) The funds obtained through the issuance of Debentures are intended for: (i) payment of the amount referring to the acquisition by the Issuer of registered common shares, without par value issued by Transportadora Associada de Gás S.A. ("TAG"), representing 90% of the total and voting capital of TAG, in accordance with the terms and conditions set forth in the Share Purchase Agreement and Other Covenants, dated April 25, 2019, entered into between Petrobras, the Issuer and, as consenting parties, TAG, the Direct Shareholders and ENGIE Brasil Participações Ltda; (ii) full advance payment of the entire outstanding balance of the indebtedness incurred by TAG with BNDES, by means of a subordinated loan from the Issuer to the Company; and (iii) payment of expenses and costs related to the Restricted Offer, including applicable taxes.

g) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda.

Main terms of the agreement signed with the trustee: (i) Type of Issue: public distribution with restricted efforts; (ii) Term: 7 years; (iii) Volume: 14 billion; (iv) Service conditions: After signing the indenture, Simplific Pavarini undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture; (v) Remuneration: Annual installments of thirty-two thousand Reais (R\$32,000.00) will be due, with the payment of the first of them due by the fifth (5th) business day after the date of signature of the indenture, and the following on the 15th of the same month, in subsequent years, calculated on a pro rata basis, if necessary. The values are adjusted annually by the IGPM.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series, as the case may be, or by the CVM.

Conditions for modification of the rights ensured by said securities

The Debenture Holders of each of the three (3) series may, at any time, meet at a general meeting of Debenture Holders ("General Meeting of Debenture Holders"), in order to resolve on matters of interest to the community of Debenture Holders of the respective series, and a General Meeting of Debenture Holders common to all series may be held if they have the same agenda, subject to the provisions of this Indenture. The General Meeting of Debenture Holders of each series may be called by the Trustee, by the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective series, or by the CVM.

The Debenture Holders' General Meetings shall be convened at least eight (8) days in advance, on first call. The Debenture Holders' General Meeting on second call may only be held at least five (5) days after the date set for the instatement of the Meeting on first call.

The General Meeting of Debenture Holders of each series shall be convened, on first call, with the presence of Debenture Holders representing at least the absolute majority of the Outstanding Debentures of the respective series, and, on second call, with any number of Debenture Holders.

For the purpose of constituting any and all quorums for installation and/or

resolution of the General Meeting of Debenture Holders provided for in this Indenture, the following shall be considered: (i) "Outstanding First Series Debentures", all subscribed First Series Debentures, excluding those held in treasury by the Issuer and those owned by companies Controlled or affiliated by the Issuer (direct or indirect), Controlling Companies (or Control group) of the Issuer, companies under common Control, Issuer managers, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons; (ii) "Outstanding Second Series Debentures", all subscribed Second Series Debentures, excluding those held in treasury by the Issuer and those owned by Issuer's Subsidiaries or affiliates (direct or indirect), Controlling Companies (or Control group) of the Issuer, companies under common control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons; and (iii) "Outstanding Third Series Debentures", all subscribed Third Series Debentures, excluding those held in treasury by the Issuer and those owned by Issuer's Subsidiaries or affiliates (direct or indirect), Controlling Companies (Control group) of the Issuer, companies under common Control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons. Outstanding First Series Debentures, together with Outstanding Second Series Debentures and Outstanding Third Series Debentures are referred to as "Outstanding Debentures".

Notwithstanding the above, the resolutions related to: (a) changes related to the Total Issue Amount or the respective Unit Par Value, the Remuneration, the non-applicability of monetary restatement to the Debentures, the Arrears Charges and/or any other amounts applicable in relation to the Debentures; (b) changes to any payment dates relating to the Debentures, including the Amortization Dates or the Maturity Date; (c) amendments, releases or any form of waiver with respect to the Guarantees and/or the Corporate Surety; (d) changes to any quorums provided for in this Indenture; (e) amendments to any Events of Default; and/or (f) changes related to the convertibility, type, and form, renegotiation or any characteristics of the Optional Extraordinary Repayment, the Optional Redemption or the Mandatory Early Redemption Offer, must have the approval of Debenture Holders representing at least ninety percent (90%) of Outstanding Debentures of the respective series, on first or second call.

Other material information

Transportadora Associada de Gás S.A. - TAG is a company jointly controlled by the Company, not consolidated in the Company's financial statements.

Securities	Debentures
Identification of the Security	Transportadora Associada de Gás S.A. - TAG. - 1st Issue – Series 2
Issue Date	06/13/2019
Due Date	06/13/2026
Quantity (Units)	6,000
Individuals (Units)	-
Legal Entities (Units)	21
Institutional Investors (Units)	21
Overall par value (Reais)	6,000,000,000.00
Outstanding Debit Balance	2,857,761,276.52
Restriction to circulation	Yes

Description of the Restriction	Ninety (90) days of the date of each subscription or acquisition by Professional Investors, as provided in article 13 of CVM Instruction No. 476 In 2022, the aforementioned Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however, this provides in its article 100, sole paragraph, that "the offerings in progress on the date of entry into force of this resolution will be governed, including with regard to the restrictions on the trading in the secondary market of the securities offered, by the rules in force: I – on the date of filing the application for registration; or II – on the date on which the start of the offer is informed, in the case of offers exempt from registration."
Exchangeability	No
Possibility of redemption	Yes
Assumption and calculation of the redemption value	<p>(i) Transportadora Associada de Gás S.A. - TAG may carry out, at any time from the first payment date, at its sole discretion: (a) optional extraordinary repayment, always limited to ninety-eight percent (98%) of the respective Unit Par Value, which shall proportionally cover all Debentures ("Optional Extraordinary Repayment"); or (b) the optional early redemption of all Debentures ("Optional Redemption"), in any case, after obtaining the net proceeds from the Issue, subject to the conditions and terms of the Clauses below, upon payment of a premium on the amount of the respective Unit Par Value (or balance of the respective unit par value, as the case may be) object of Optional Extraordinary Repayment or Optional Redemption plus Remuneration, corresponding to twenty hundredths percent (0.20%) per year, based on three hundred and sixty 360) days, considering the period between the effective payment date and the Maturity Date, calculated according to the formula below ("Premium"):</p> <p>Premium= VR * (Rate)*(duc/360)</p> <p>where:</p> <p>VR = unit par value or balance of the respective unit par value, as the case may be, plus remuneration under the terms of item (ii) below.</p> <p>Rate = 0.20% p.a. (twenty hundredths of a percent per year).</p> <p>duc= number of calendar days between the date of payment of the Optional Early Redemption / Optional Early Repayment and the maturity date, considering a year of 360 calendar days.</p> <p>(ii) The value of the Optional Extraordinary Repayment or the Optional Redemption, as the case may be, due by Transportadora Associada de Gás S.A. - TAG will be equivalent to the amount of the respective Unit Par Value or the balance of the respective Unit Par Value, as the case may be, subject to the amortization or redemption, as the case may be, plus: (i) of the Remuneration, calculated <i>pro rata temporis</i>, from the first Date of Payment of the Debentures, or from the date of payment of the Remuneration immediately before, until the date of the Optional Extraordinary Repayment or the Optional Redemption, as the case may be; (ii) of the Premium, as applicable; and (iii) any late payment charges due by Transportadora Associada de Gás S.A. - TAG.</p> <p>(iii) Transportadora Associada de Gás S.A. - TAG should communicate, via individual notification to all Debenture Holders, with a copy for the Trustee and B3, or publication of a Debenture Holders Notice, under the terms of the Indenture, on carrying out the Optional Extraordinary Repayment or Optional Redemption, as the case may be, with at least three (3) business days in advance of the date stipulated for payment of the Optional</p>

Extraordinary Repayment or Optional Redemption, as the case may be. The payment of repaid or redeemed Debentures will be carried out in accordance with the procedures adopted by B3, for Debentures held in electronic custody at B3 or upon deposit into a checking account, as indicated by each Debenture Holder, in the case of Debentures that are not electronically held in custody at B3.

- (iv) The communication mentioned in item (iii) above must contain at least: (i) the date for carrying out the Optional Extraordinary Repayment or Optional Redemption, as the case may be; (ii) the previous value of the Optional Extraordinary Repayment or the Optional Redemption, as the case may be, calculated on the day prior to the date of publication or sending of the notification; (iii) the percentage of the respective Unit Par Value or the balance of the respective Unit Par Value of the Debentures that will be repaid, in the event of Optional Extraordinary Repayment, considering the limitation of item (i) above; and (iv) any other information necessary for the operation of the Extraordinary Optional Repayment or the Optional Redemption, as the case may be.
- (v) The payment of the Optional Extraordinary Repayment or the Optional Redemption must be made on the date indicated in the communication of the Optional Extraordinary Repayment or the Optional Redemption and must proportionally cover all the Debentures, using the procedures adopted by B3 for Debentures held in electronic custody at B3.
- (vi) In case of Optional Redemption, the Debentures must be canceled.
- (vii) The optional partial redemption of Debentures will not be allowed.

Characteristics of Securities

- a) Maturity: The Debentures mature on June 13, 2026.
- b) Early Redemption Offer: The Issuer shall carry out an offer for early redemption of the Debentures, in whole or in part, addressed to all Debenture Holders, without distinction, including in relation to the series ("Mandatory Redemption Offer"), with all Debenture Holders being guaranteed equal conditions to accept early redemption of the Debentures they hold, in accordance with the terms and conditions set forth in this Clause 5.3 and in the occurrence of any of the following cases:
 - receipt, by the Issuer and/or the Company, of net funds arising from insurance premium proceeds, compensation for damage or any other form of compensation for losses arising from loss, destruction and/or damage to any asset of the Issuer and/or the Company, without such funds being used (a) in the course of the Issuer's and/or the Company's business within a period of up to one (1) year from the respective receipt or (b) to reestablish the Company's operations under the "Natural Gas Firm Transport Service Agreement, referring to the GASENE Transport System", entered into on November 10, 2008, between Petrobras, in the capacity of loader, and the Company, in the capacity of carrier, as amended ("Gasene Gas Transport Agreement"). In this case, the Mandatory Redemption Offer shall correspond to the value of the net funds received and not used proportionally divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice (as defined below), and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in *Reais* based on the PTAX quote of the "United States Dollar" (code 220), published through the website of the Central Bank of Brazil ("BACEN") on exchange rates in the "Currency Conversion" option, based on the date corresponding to the

second (2nd) Business Day prior to the date of publication of the Mandatory Redemption Offer Notice ("Conversion Amount");

- any sale of assets, by the Issuer and/or the Company, whose net proceeds: (a) are not used or reserved to replace assets sold or for investment in assets in the course of the Issuer's and/or the Company's business within up to one (1) year, after receipt of the funds; and (b) (x) whose value, in the same fiscal year, individually or jointly, is equal to or greater than three hundred eighty-four million, three hundred seventy thousand Reais (R\$384,370,000.00), which must be adjusted for inflation by the accumulated variation of the IPCA annually, from the Payment Date, or its equivalent in other currencies, or (y) whose value, in any period, individually or jointly, is equal to or greater than nine hundred sixty million, nine hundred twenty-five thousand Reais (R\$960,925,000.00) which must be adjusted for inflation by the accumulated variation of the IPCA annually, from the Payment Date, or its equivalent in other currencies. In this case, the amount of the Mandatory Redemption Offer shall correspond to the value of the net funds received and not used, divided proportionately on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;
- if the Company does not transfer funds from the Distribution Reserve Account (as defined in the Company Fiduciary Assignment Agreement) to the Operating Account and/or to the Checking Account (as defined in the Company Fiduciary Assignment Agreement) for three (3) consecutive Repayment Dates due to the Issuer and/or the Company not having fulfilled the conditions for the distribution of dividends established in the Indenture. In this case, the amount of the Mandatory Redemption Offer must correspond to the value of the balance of the Distribution Reserve Account proportionally divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;
- receipt of funds arising from the termination of any Relevant Project Contract (unless the terminated Relevant Project Contract has been replaced by another contract which, considered in its entirety, is not materially less favorable to the Issuer and/or the Company). In this case, the Mandatory Redemption Offer shall correspond to the value of the net funds received and not used, divided proportionately on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;
- in case the Issuer and/or the Company incurs new debts other than those permitted under the Indenture. In this case, the Mandatory Redemption Offer shall correspond to the value of the net indebtedness proportionately divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offer Notice, and the outstanding debit

balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;

c) Interest: The Debentures will be entitled to compensatory interest corresponding to one hundred percent (100%) of the accumulated variation of the average daily rates of DI Rates – One-day Over Extra-Group Interbank Deposits (“DI Rates”), expressed as a percentage per year, based on two hundred and fifty-two (252) business days, calculated and published daily by B3 in the daily bulletin, available on its website (<http://www.b3.com.br>), plus a spread (surcharge) of one point eighty percent (1.80%) per year, based on two hundred and fifty-two (252) business days, calculated exponentially and cumulatively on a pro rata basis per business days elapsed, levied on the respective Unit Par Value or balance of the respective Unit Par Value of the Debentures, as the case may be, from the first Payment Date of the Debentures, or from the immediately preceding Remuneration payment date, until the subsequent Remuneration payment date.

d) Guarantee: The Debentures are unsecured with additional security interest, which includes:

- fiduciary sale of one hundred percent (100%) of the shares issued by the Issuer, representing one hundred percent (100%) of the total and voting capital of the Issuer;
- fiduciary sale of ninety percent (90%) of the shares issued by TAG, representing ninety percent (90%) of the total and voting share capital of TAG;
- fiduciary assignment, by the Issuer, of the credit rights held by it arising from an intercompany loan, as well as from a checking account of free movement held by it;
- fiduciary assignment, by TAG, of all credit rights, current and future, of its ownership arising from the authorizations to exploit the transport and storage of natural gas, as well as the gas transport contracts and other rights and/or revenues that are of its ownership, including checking accounts with restricted transactions held by it, and, by the Issuer, of checking accounts with restricted transactions owned by it;
- conditional assignment, by TAG, of its contractual rights arising from the Account Management Agreement and Other Covenants, entered into on May 25, 2018, between Petrobras, the Company and Banco Santander (Brasil) S.A.; and
- pledge, by the Issuer, of rights and/or revenues that it owns, including foreign checking accounts with restricted transaction held by it.
- Corporate guarantee, for the entire debt, provided by TAG.

For more information on guarantees, see item 7.9 of this form.

e) any restrictions imposed on the issuer in relation to:

- the distribution of dividends: the Issuer may only distribute dividends if it complies with the “Conditions of Distribution” present in the indenture, which include:
 - having complied with its payment obligations under the Indenture;
 - no Event of Default provided for in the Indenture having occurred;
 - having complied with the Debt Service Coverage Ratio as evidenced by the Issuer and/or the Company;
 - no Remedy Contributions having been made during the last twelve (12) months as of the last payment of the respective Unit Par Value and Remuneration;

- the sale of certain assets: The Issuer may not dispose of assets, except for those expressly permitted by the Indenture.
 - incurring new debts: New debts that are not necessary for the normal course of the Issuer's business cannot be incurred, pursuant to the exceptions listed in the indenture.
 - the issuance of new securities: Not applicable.
 - carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution, extinction or any form of corporate restructuring of the Issuer; (ii) liquidation, dissolution, extinction of the Issuer; (iii) request for judicial or extrajudicial reorganization, or voluntary bankruptcy made by the Issuer, regardless of the granting of the reorganization processing or its granting by the proper judge; (iv) petition or adjudication of bankruptcy against the Issuer, unless the request has been challenged and there is proof of deposit in court within the legal term, if applicable; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring of the Issuer by another company; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law.
- f) The funds obtained through the issuance of Debentures are intended for: (i) payment of the amount referring to the acquisition by the Issuer of registered common shares, without par value issued by Transportadora Associada de Gás S.A. ("TAG"), representing 90% of the total and voting capital of TAG, in accordance with the terms and conditions set forth in the Share Purchase Agreement and Other Covenants, dated April 25, 2019, entered into between Petrobras, the Issuer and, as consenting parties, TAG, the Direct Shareholders and ENGIE Brasil Participações Ltda; (ii) full advance payment of the entire outstanding balance of the indebtedness incurred by TAG with BNDES, by means of a subordinated loan from the Issuer to the Company; and (iii) payment of expenses and costs related to the Restricted Offer, including applicable taxes.

g) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda.

Main terms of the agreement signed with the trustee: (i) Type of Issue: public distribution with restricted efforts; (ii) Term: 7 years; (iii) Volume: 14 billion; (iv) Service conditions: After signing the indenture, Simplific Pavarini undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture; (v) Remuneration: Annual installments of thirty-two thousand Reais (R\$32,000.00) will be due, with the payment of the first of them due by the fifth (5th) business day after the date of signature of the indenture, and the following on the 15th of the same month, in subsequent years, and the following on the same day of subsequent years, calculated on a pro rata basis, if necessary. The values are adjusted annually by the IGPM.

i) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series, as the case may be, or by the CVM.

Conditions for modification of the rights ensured by said securities

The Debenture Holders of each of the three (3) series may, at any time, meet at a general meeting of Debenture Holders ("General Meeting of Debenture Holders"), in order to resolve on matters of interest to the community of Debenture Holders of the respective series, and a General Meeting of Debenture Holders common to all series may be held if they have the same agenda, subject to the provisions of this Indenture. The General Meeting of Debenture Holders of each series may be called by the Trustee, by the Issuer, by Debenture Holders representing at least

ten percent (10%) of the Outstanding Debentures of the respective series, or by the CVM.

The Debenture Holders' General Meetings shall be convened at least eight (8) days in advance, on first call. The Debenture Holders' General Meeting on second call may only be held at least five (5) days after the date set for the instatement of the Meeting on first call.

The General Meeting of Debenture Holders of each series shall be convened, on first call, with the presence of Debenture Holders representing at least the absolute majority of the Outstanding Debentures of the respective series, and, on second call, with any number of Debenture Holders.

For the purpose of constituting any and all quorums for installation and/or resolution of the General Meeting of Debenture Holders provided for in this Indenture, the following shall be considered: (i) "Outstanding First Series Debentures", all subscribed First Series Debentures, excluding those held in treasury by the Issuer and those owned by companies Controlled or affiliated by the Issuer (direct or indirect), Controlling Companies (or Control group) of the Issuer, companies under common Control, Issuer managers, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons; (ii) "Outstanding Second Series Debentures", all subscribed Second Series Debentures, excluding those held in treasury by the Issuer and those owned by Issuer's Subsidiaries or affiliates (direct or indirect), Controlling Companies (or Control group) of the Issuer, companies under common control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons; and (iii) "Outstanding Third Series Debentures", all subscribed Third Series Debentures, excluding those held in treasury by the Issuer and those owned by Issuer's Subsidiaries or affiliates (direct or indirect), Controlling Companies (Control group) of the Issuer, companies under common Control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons. Outstanding First Series Debentures, together with Outstanding Second Series Debentures and Outstanding Third Series Debentures are referred to as "Outstanding Debentures".

Notwithstanding the above, the resolutions related to: (a) changes related to the Total Issue Amount or the respective Unit Par Value, the Remuneration, the non-applicability of monetary restatement to the Debentures, the Arrears Charges and/or any other amounts applicable in relation to the Debentures; (b) changes to any payment dates relating to the Debentures, including the Amortization Dates or the Maturity Date; (c) amendments, releases or any form of waiver with respect to the Guarantees and/or the Corporate Surety; (d) changes to any quorums provided for in this Indenture; (e) amendments to any Events of Default; and/or (f) changes related to the convertibility, type, and form, renegotiation or any characteristics of the Optional Extraordinary Repayment, the Optional Redemption or the Mandatory Early Redemption Offer, must have the approval of Debenture Holders representing at least ninety percent (90%) of Outstanding Debentures of the respective series, on first or second call.

Other material information

Transportadora Associada de Gás S.A. - TAG is a company jointly controlled by the Company, not consolidated in the Company's financial statements.

Identification of the Security	Transportadora Associada de Gás S.A. - TAG. - 2 nd Issue – Single Series
Issue Date	12/15/2023
Due Date	12/15/2033
Quantity (Units)	600,000
Individuals (Units)	-
Legal Entities (Units)	4
Institutional Investors (Units)	4
Overall par value (Reais)	600,000,000.00
Outstanding Debit Balance	602,839,478.78
Restriction to circulation	Yes
Description of the Restriction	<p>The Debentures will be deposited for: (a) public distribution in the primary market through the MDA, managed and operated by B3, and the distribution will be financially settled through B3; and (b) trading in the secondary market through the CETIP21, managed and operated by B3, with the trades being financially settled and the Debentures being held in electronic custody at B3.</p> <p>Notwithstanding the foregoing, in accordance with the provisions of article 86, item IV of CVM Resolution 160, the Debentures may be traded in the regulated securities markets exclusively among Qualified Investors, provided that the obligations set forth in article 89 of CVM Resolution 160 and the applicable legal and regulatory provisions are observed. Also, pursuant to article 88 of CVM Resolution 160, the Debentures may be traded in the organized and non-organized over-the-counter markets, but not on the stock exchange, without the Issuer having the registration referred to in article 21 of the Securities Market Law.</p>
Exchangeability	No
Possibility of redemption	Yes
Assumption and calculation of the redemption value	<p>Full Optional Early Redemption. Subject to the provisions of article 1, paragraph 1, item II, of Law 12.431, CMN Resolution 4.751 and/or other applicable legal and regulatory provisions, the Issuer may, at its sole discretion, carry out the full optional early redemption of the Debentures, with the consequent cancellation of such Debentures, provided that the minimum weighted average term of four (4) years of payments elapsed between the Date of Issuance and the date of the effective Full Optional Early Redemption of the Debentures or other that may be authorized by applicable legislation or regulations is observed, regardless of the consent of the Debenture Holders, by sending a Redemption Communication (as defined in the Indenture) ("Full Optional Early Redemption").</p> <p>At the time of the Full Optional Early Redemption of the Debentures, the amount due by the Issuer will be equivalent to the greater of the following ("Full Optional Early Redemption Value"): (i) the Adjusted Unit Par Value of the Debentures, plus: (a) the Remuneration of the Debentures, calculated <i>pro rata temporis</i>, from the Profitability Start Date or the Payment Date of the Remuneration of the</p>

Debentures, as the case may be, immediately preceding (inclusive), as the case may be, until the date of the effective Full Optional Early Redemption of the Debentures (exclusive); (b) Late Fees, if any; and (c) any pecuniary obligations and other accruals related to the Debentures, as the case may be, and (ii) the sum of the present value of the remaining installments of the repayment payment of the Adjusted Unit Par Value of the Debentures and the respective Remuneration, using as discount rate, base two hundred and fifty-two (252) Business Days, the internal rate of return of the Treasury IPCA+ with Semiannual Interest (NTN-B), with a duration closer to the remaining duration of the Debentures, on the date of the Full Optional Early Redemption, according to the indicative quotation published by ANBIMA on its page on the World Wide Web (<http://www.anbima.com.br>) calculated on the second (2nd) Business Day immediately prior to the date of the Full Optional Early Redemption calculated according to the formula below, and added to the Late Fees, if any, and any pecuniary obligations and other accruals related to the Debentures.

$$VP = \sum_{k=1}^n \left[\frac{VNE_k * C}{VNE_k} \right]$$

VP = sum of the present value of the payment installments of the Debentures;

C = as defined above;

VNE_k = unit value of each of the "k" future amounts due of the Debentures, with the value of each "k" installment being equivalent to the payment of the Remuneration applicable to the Debentures and/or the repayment of the balance of the Unit Par Value of the Debentures;

n = total number of payment events to be carried out on the Debentures, where "n" is an integer;

n_k = number of Business Days between the date of the Full Optional Early Redemption and the scheduled due date of each "k" installment falling due, inclusive;

FVP_k = present value factor, calculated according to the following formula, calculated to nine (9) decimal places, rounded:

$$FVP_k = (1 + taxa\ de\ desconto)^{n_k/252}$$

Discount Rate = Treasury IPCA+ with Semiannual Interest (NTN-B) with duration closest to the remaining duration of the Debentures, on the date of the Full Optional Early Redemption, according to the indicative quotation published by ANBIMA on its website on the World Wide Web (<http://www.anbima.com.br>) calculated on the second (2nd) Business Day immediately prior to the date of the Full Optional Early Redemption.

The partial optional early redemption of the Debentures will not be allowed.

The Full Optional Early Redemption for Debentures held electronically in custody at B3 will follow the event settlement procedures adopted by B3. If the Debentures are not held in electronic custody at B3, the Full Optional Early Redemption will be carried out through the Bookrunner.

The Debentures subject to the Full Optional Early Redemption must be mandatorily canceled, in compliance with the regulations in force.

Characteristics of Securities

a) Maturity: The Debentures mature on December 15, 2033.

b) Early Redemption Offer: Full Early Redemption Offer. Subject to the provisions of article 1, paragraph 1, item II, of Law 12.431, CMN Resolution 4.751 and/or

other applicable legal and regulatory provisions, the Issuer may, at its sole discretion, make an optional offer for early redemption of all Debentures with the consequent cancellation of such Debentures, subject to the minimum weighted average term of four (4) years of payments elapsed between the Date of Issuance and the date of effective early redemption or other that may be authorized by applicable legislation or regulations, which shall be addressed to all Debenture Holders, without distinction, with equal conditions being ensured to all Debenture Holders, to accept the early redemption of the Debentures they hold, in accordance with the terms and conditions set forth in the Indenture ("Early Redemption Offer").

c) Interest: Remuneration of Debentures: On the Adjusted Unit Par Value or on the balance of the Adjusted Unit Par Value, as the case may be, prefixed remunerative interest corresponding to five integers and nine thousand eight hundred and fifty-one tenths of a thousandth percent (5.9851%) per year will apply, based on two hundred and fifty-two (252) Business Days ("Remuneration"). The Remuneration will be calculated exponentially and cumulatively *pro rata temporis* per Business Days elapsed, from the Date of Commencement of the Profitability of the Debentures or the Date of Payment of the Remuneration immediately preceding it, as the case may be, until the date of its effective payment.

d) Guarantee: Not applicable, since the Debentures are unsecured and do not have additional collateral, they do not offer any privilege over the Issuer's assets.

e) Pursuant to Article 2, paragraph 1, of Law No. 12,431 and Decree No. 8,874, all the gross funds raised by the Issuer through the Issuance shall be used to defray the expenses already incurred and/or to be incurred related to the Projects (as defined in the Preliminary Prospectus), provided that such funds shall be fully allocated to future payment or reimbursement of expenses or debts related to the Projects (as defined in the Preliminary Prospectus) that occurred within a period equal to or less than twenty-four (24) months from the date of disclosure of the Closing Announcement.

f) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários.

g) The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures or by the CVM.

Conditions for modification of the rights ensured by said securities The Debenture Holders may, at any time, meet at a general meeting of Debenture Holders ("General Meeting of Debenture Holders") to resolve on matters of interest to the community of Debenture Holders. The Debenture Holders' General Meetings may be called by the Trustee, the Issuer, by Debenture Holders representing at least ten percent (10%) of the Outstanding Debentures or by the CVM.

The General Meetings of Debenture Holders shall be convened at least eight (8) calendar days in advance, or within the minimum period legally permitted, counted from the date of the first publication of the notice. The General Meeting of Debenture Holders on second call may only be held at least five (5) calendar days after the date of publication of the second call notice (which may be published on the same date scheduled for the installation of the General Meeting of Debenture Holders on first call).

The General Meeting of Debenture Holders shall be instated, on first call, with the presence of Debenture Holders representing at least the absolute majority of the Outstanding Debentures, and, on second call, with any number of Debenture

Holders.

For the purpose of constituting any and all of the quorums for the installation and/or resolution of the General Meeting of Debenture Holders provided for in this Indenture, all subscribed Debentures are considered, excluding those held in treasury by the Issuer and those held by companies controlled or affiliated by the Issuer (direct or indirect), controlling companies (or control group) of the Issuer, companies under common control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the foregoing persons ("Outstanding Debentures").

Notwithstanding the foregoing, the resolutions regarding: (a) changes related to the Remuneration, the non-applicability of adjustment for inflation of the Debentures, the Default Charges and/or any other amounts applicable in relation to the Debentures; (b) changes to any payment dates related to the Debentures, including the Repayment Dates or the Maturity Date; (c) changes to any quorums provided for in this Indenture; (d) changes to any Early Maturity Events; and/or (e) changes related to the convertibility, type, and form, renegotiation or any other characteristics of the Full Optional Early Redemption or the Early Redemption Offer, shall be approved by Debenture Holders representing at least sixty percent (60%) of the Outstanding Debentures, in the first call and, in the second call, the majority of the Outstanding Debentures present, provided that Debenture Holders representing at least twenty-five (25%) of the Outstanding Debentures are present.

Other material information

Transportadora Associada de Gás S.A. - TAG is a company jointly controlled by the Company, not consolidated in the Company's financial statements.

- Additional information to item 12.4 "Number of holders of each type of security described in item 12.3, as determined at the end of the previous fiscal year"**

Number of holders of debentures issued by the Company as of December 31, 2023, with updates of the 12th issue and 13th issue which took place respectively in June and September 2024:

Debtor Company	Agreement	Maturity	Contractual Currency	Rate Type	(Princ. + Fees) Closing Balance	Individuals	Legal Entities	Institutional Investors
EBE	EBE - Debentures - 5 th Issue - Series 1 - TBLE15	Dec/24	BRL	Floating	92,355,927.68	1,093	7	20
EBE	EBE - Debentures - 6 th Issue - Series 2 - TBLE26	Jul/26	BRL	Floating	521,442,331.83	2,950	8	51
EBE	EBE - Debentures - 7 th Issue - Series 1 - EGIE17	Jul/25	BRL	Floating	706,077,062.54	1,093	7	20
EBE	EBE - Debentures - 7 th Issue - Series 2 - EGIE27	Jul/28	BRL	Floating	317,174,282.74	2,950	8	51
EBE	EBE - Debentures - 9 th Issue - Series 1 - EGIE19	Jul/26	BRL	Floating	756,891,504.55	6,283	21	33
EBE	EBE - Debentures - 9 th Issue - Series 2 - EGIE29	Jul/29	BRL	Floating	709,664,019.60	2,858	7	38
EBE	EBE - Debentures - 9 th Issue - Series 3 - EGIE39	Jul/26	BRL	Floating	497,497,495.70	5,377	18	42
EBE	EBE - Debentures - 9 th Issue - Series 4 - EGIE49	Jul/29	BRL	Floating	138,477,792.73	4,389	25	39
EBE	EBE - Debentures - 10 th Issue - Series 1 - EGIEAO	Sep/46	BRL	Floating	451,089,574.41	3,758	5	41
EBE	EBE - Debentures - 11 th Issue - Series 1 - EGIEA1	Nov/33	BRL	Floating	1,092,290,477.23	459	1	31
EBE	EBE - Debentures - 11 th Issue - Series 2 - EGIEB1	Nov/38	BRL	Floating	96,878,786.23	4,844	36	42
EBE	EBE - Debentures - 11 th Issue - Series 3 - EGIEC1	Nov/28	BRL	Fixed	320,087,119.12	627	8	69
EBE	EBE - Debentures - 11 th Issue - Series 4 - EGIED1	Nov/28	BRL	Floating	906,575,760.00	349	2	6
EBE	EBE - Debentures - 11 th Issue - Series 5 - EGIEE1	Nov/30	BRL	Floating	100,736,969.00	1,122	3	5
EBE	EBE - Debentures - 12 th Issue - Series 1 - EGIEA2	Aug/29	BRL	Fixed	863,239,000.00	921	4	3

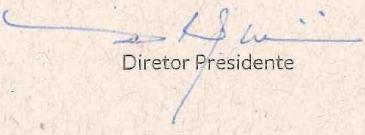
Debtor Company	Agreement	Maturity	Contractual Currency	Rate Type	(Princ. + Fees) Closing Balance	Individuals	Legal Entities	Institutional Investors
EBE	EBE - Debentures - 12 th Issue - Series 2 - EGIEB2	Jun/34	BRL	Floating	636,761,000.00	138	1	237
EBE	EBE - Debentures - 12 th Issue - Series 4 - EGIED2	Jun/26	BRL	Floating	500,000,000.00	0	40	0
EBE	EBE - Debentures - 13 th Issue - Series 1 - EGIEA3	Sep/30	BRL	Fixed	1,500,000,000.00	0	2	0
JAGUARA	JAGUARA - Debentures - 1 st Issue - Series 2 - ENJG21	Jun/27	BRL	Floating	639,949,885.49	1,805	11	65
MIRANDA	MIRANDA - Debentures - 1 st Issue - Series 2 - ENMI21	Jun/27	BRL	Floating	420,097,901.55	1,090		39
TAG	Transportadora Associada de Gás S.A. - TAG. - 1 st issue - Tranche 1	Jun/26	BRL	Floating	1,670,936,240.05	1	4	30
TAG	Transportadora Associada de Gás S.A. - TAG. - 1 st Issue - Tranche 2	Jun/26	BRL	Floating	2,132,499,991.39	1	17	17
TAG	Transportadora Associada de Gás S.A. - TAG. - 1 st Issue - Tranche 3	Jun/26	BRL	Floating	2,857,761,276.52	-	21	21
TAG	Transportadora Associada de Gás S.A. - TAG. - 2 nd Issue - Single Series	Dec/33	BRL	Floating	602,839,478.78	-	4	4
Total					18,531,323,877.14	42,108	260	904

13.1 – Identification of those Responsible for FRE Content

Name of the person responsible for the content of the form	Position of the person in charge
EDUARDO ANTONIO GORI SATTAMINI	Chief Executive Officer
EDUARDO TAKAMORI GUIYOTOKU	Investor Relations Officer

Eu, EDUARDO ANTONIO GORI SATTAMINI, brasileiro, casado, economista, portador da carteira de identidade nº 04748820-0-IFP/RJ, inscrito no CPF/MF sob nº 821.111.117-91, na condição de Diretor Presidente da ENGIE BRASIL ENERGIA S.A., declaro que para fins de atendimento ao disposto no item 13.1 do Anexo C da Resolução CVM nº 80, de 29 de março de 2022 e suas alterações, que:

- a. revi o formulário de referência;
- b. todas as informações contidas no formulário atendem ao disposto na Resolução CVM nº 80, em especial aos arts. 15 a 20; e
- c. as informações nele contidas retratam de modo verdadeiro, preciso e completo as atividades do emissor e dos riscos inerentes às suas atividades.



Diretor Presidente

Eu, EDUARDO TAKAMORI GUIYOTOKU, brasileiro, casado, engenheiro eletricista, portador da carteira de identidade nº 1762021 SSP/DF, inscrito no CPF/MF sob nº 700.254.101-30, na condição de Diretor de Relações com Investidores da ENGIE BRASIL ENERGIA S.A., declaro que para fins de atendimento ao disposto no item 13.1 do Anexo C da Resolução CVM nº 80, de 29 de março de 2022 e suas alterações, que:

- a. revi o formulário de referência;
- b. todas as informações contidas no formulário atendem ao disposto na Resolução CVM nº 80, em especial aos arts. 15 a 20; e
- c. as informações nele contidas retratam de modo verdadeiro, preciso e completo as atividades do emissor e dos riscos inerentes às suas atividades.



Diretor de Relações com Investidores