ENGIE BRASIL ENERGIA S.A.
CNPJ 02.474.103/0001-19 – NIRE 4230002438-4
Publicly Held Company – CVM 01732-9

NOTICE TO SHAREHOLDERS

APPROVAL OF CAPITAL INCREASE WITH STOCK BONUS

(Annex E of CVM Resolution 80/22)

ENGIE BRASIL ENERGIA S.A. ("Company"), a corporation registered as a publicly held company with the Brazilian Securities and Exchange Commission ("CVM"), hereby informs its shareholders, investors, and the market at large, in addition to the material fact disclosed on this date, the following:

1. Inform the amount of the increase and the new share capital

The Company's Board of Directors, at a meeting held on this date, approved a capital increase within the authorized capital limit, from R$ 4,902,647,710.37 (four billion, nine hundred and two million, six hundred and forty-seven thousand, seven hundred and ten reais and thirty-seven cents) to R$ 6,863,706,794.52 (six billion, eight hundred and sixty-three million, seven hundred and six thousand, seven hundred and ninety-four reais and fifty-two cents), representing an increase of R$ 1,961,059,084.15 (one billion, nine hundred and sixty-one million, fifty-nine thousand, eighty-four reais and fifteen cents) ("Capital Increase").

2. Inform whether the capital increase will be carried out through: (a) conversion of debentures or other debt securities into shares; (b) exercise of subscription rights or subscription warrants; (c) capitalization of profits or reserves; or (d) subscription of new shares

The Capital Increase will be carried out through the capitalization of R$ 1,961,059,084.15 (one billion, nine hundred and sixty-one million, fifty-nine thousand, eighty-four reais and fifteen cents) from the balance of the Profit Retention Reserve account, as provided for in Article 169 of Law No. 6,404/1976 ("Brazilian Corporate Law").

3. Detailed explanation of the reasons for the capital increase and its legal and economic consequences

The primary purpose of the Capital Increase is to capitalize part of the balance of the profit retention reserve, in the amount of R$ 1,961,059,084.15, in order to adjust the profit reserve balances to the limits set forth in Article 199 of the Brazilian Corporate Law, which establishes that the total amount of profit reserves (excluding contingency reserves, tax incentive reserves, and unrealized profit reserves) must not exceed the value of the share capital.

Accordingly, the transaction aims to regularize the Company's equity structure, in strict compliance with the aforementioned legal provision, through an accounting transfer of funds from the profit reserve to the share capital.

Additionally, the Capital Increase will be implemented through a stock bonus, with the issuance of new shares to be granted free of charge to shareholders, in proportion to their shareholding.

From a legal standpoint, the Capital Increase:

(i) does not result in any dilution of shareholding, as all shareholders will benefit proportionally to their respective interests in the Company's share capital;

(ii) does not constitute a new subscription or payment of capital, but rather an internal reclassification within equity, without altering the total value of the Company's net worth;

(iii) strengthens the Company's equity structure.

From an economic standpoint, the Capital Increase with stock bonus:

(i) tends to increase the liquidity and trading volume of the Company's shares, due to the greater number of shares in circulation;

(ii) may lead to a technical adjustment in the share price, without any economic impact on shareholders' net worth, as the total value of each shareholder's assets remains unchanged, merely redistributed among a larger number of shares;

(iii) helps make the unit price per share more attractive and accessible to a broader range of investors.

In summary, the Capital Increase through stock bonus serves the dual purpose of aligning profit reserve balances with the legal limit – eliminating excess reserves relative to share capital – while also delivering economic and market benefits by strengthening the Company's capital structure and improving share liquidity, without any cost or dilution to shareholders.

4. Provide a copy of the opinion of the Fiscal Council, if applicable.

The Company's Fiscal Council issued a favorable opinion regarding the Capital Increase, as per the opinion included in the minutes of the Fiscal Council Meeting held on October 29, 2025, which is available for consultation at the Company's headquarters and on the Company's website (https://www.engie.com.br/investidores/assembleias-e-reunioes-do-conselho/), as well as on the websites of B3 S.A. – Brasil, Bolsa, Balcão ("B3") (https://www.b3.com.br) and the CVM (https://www.gov.br/cvm) on the World Wide Web.

5. In case of capital increase through capitalization of profits or reserves:

I. Inform whether it will result in a change in the nominal value of shares, if any, or distribution of new shares among shareholders

As the Company's share capital is divided into shares with no par value, the Capital Increase will be carried out through the distribution of new shares to shareholders as a stock bonus.

II. Inform whether the capitalization of profits or reserves will be carried out with or without a change in the number of shares, in companies with shares with no par value

The Capital Increase will be carried out with a change in the number of shares.

III. In case of distribution of new shares:

a. Inform the number of shares issued by type and class

As a result of the Capital Increase, 326,371,096 (three hundred and twenty-six million, three hundred and seventy-one thousand and ninety-six) new common, book-entry shares with no par value will be issued and

granted to the Company's shareholders as a stock bonus, at the ratio of 1 new share for every 2.5 common shares held ("Bonus Shares").

Shareholders holding shares on the record date of November 26th, 2025 ("Record Date") will be entitled to receive the Bonus Shares, in proportion to their shareholding. Accordingly, the Company's shares will be traded without the right to the bonus ("ex-bonus") as of November 27th, 2025. The Bonus Shares will be credited on December 1st, 2025.

The bonus will be extended simultaneously and in the same proportion to holders of American Depositary Receipts (ADRs) traded on the North American Over-the-Counter Market.

b. Inform the percentage of shares to be received by shareholders

Shareholders will receive 40% in Bonus Shares for each share held on the Record Date. Thus, to receive 1 Bonus Share, the shareholder must hold 2.5 shares of the Company on the Record Date (40% bonus).

c. Describe the rights, advantages, and restrictions attached to the shares to be issued

The Bonus Shares will be entitled to receive dividends, interest on equity, or other distributions declared as of December 1st, 2025, inclusive.

Therefore, Bonus Shares will not entitle their holders to receive distributions declared prior to December 1st, 2025, even if such distributions are paid after the crediting of the Bonus Shares.

d. Inform the acquisition cost, in reais per share, to be assigned for compliance with Article 10 of Law No. 9,249 of December 26th, 1995

The acquisition cost assigned to the shares received as a bonus is R$ 6.00867880 per share.

e. Inform the treatment of share fractions, if applicable

With respect to shares that cannot be fully allocated to each shareholder, the procedure set forth in paragraph 3 of Article 169 of the Brazilian Corporations Law will be followed, which provides that:

(a) a 30-day period shall be opened for shareholders holding share fractions to buy and sell fractions in order to round up to whole shares; and

(b) after the 30-day period, shares that cannot be fully allocated will be sold on the stock exchange, and the proceeds from the sale will be distributed proportionally among the holders of the fractions, as described below.

IV. Inform the period provided for in paragraph 3 of Article 169 of Law No. 6,404/76

Shareholders holding share fractions may buy and sell fractions in order to round up to whole shares between December 2nd, 2025 (inclusive) and December 31st, 2025 (inclusive).

After the end of the 30-day period for shareholders to trade fractions and round up to whole shares, any remaining fractions will be consolidated into whole numbers and sold at auction to be held on B3. The proceeds from such sale will be made available to the shareholders who held those fractions.

The Company will provide further information on the auction procedure for share fractions in due course.

Florianópolis/SC, November 5th, 2025.

Pierre Auguste Gratien Leblanc
Chief Financial and Investor Relations Officer

Eduardo Antonio Gori Sattamini
Chief Executive Officer