ENGIE BRASIL ENERGIA S.A.
A PUBLICLY LISTED COMPANY – CNPJ 02.474.103/0001-19
NIRE 4230002438-4

NOTICE TO SHAREHOLDERS

We hereby notify all Shareholders and the market at large that the Board of Directors of ENGIE Brasil Energia S.A., meeting on November 5, 2019, pursuant to subsection XV of Article 19 of the Company's Bylaws, approved:

1) The credit of interim dividends: based on the financial statements raised on June 30, 2019, pursuant to Article 204 of Law 6,404/76 with respect to the following values and conditions:

1.a) Value

The value of the interim dividends shall be R$ 893,399,909.16 (eight hundred and ninety-three million, three hundred and ninety-nine thousand, nine hundred and nine reais and sixteen cents), corresponding to R$ 1.0949497919 per share.

1.b) Share Trading

The Company's shares shall be traded ex-interim dividends as from December 3, 2019.

1.c) Payout of interim dividends

The interim dividends **shall be paid subsequently, decided upon by the Board of Executive Officers,** and communicated through a Notice to Shareholders, according to the shareholder records on file at Itaú Unibanco Banco Múltiplo S.A. on December 2, 2019.

The said dividends represent a payout of 100% for the adjusted net income for the first half of 2019.

2) The credit of interest on shareholders' equity: relative to the period from January 1st to December 31, 2019, pursuant to Article 9 of Law 9,249/95 and CVM Deliberation 683/2012 with respect to the following values and conditions:

2.a) Value

The gross amount of the interest on shareholders' equity shall be R$ 354,000,000.00 (three hundred and fifty-four million reais), corresponding to R$ 0.4338619496 per share.

2.b) Record date

The record date for the entry of the interest on shareholders' equity to the Company's accounting records shall take place on December 31, 2019.

2.c) Share trading

The Company's shares shall trade ex-interest on shareholders' equity as from December 3, 2019.

2.d) Income tax withholding at the source

The amount of interest on shareholders' equity shall be subject to federal income tax withholding of 15%, except for shareholders who are provably immune or exempt. Regarding shareholders who are resident in or domiciled in a country that does not tax income or that applies a maximum tax rate of less than 20%, pursuant to article 24 of Law 9,430 of December 27, 1996, the income tax withholding rate at the source shall be 25%.

2.e) Proof of immunity or exemption

Shareholders who are immune or exempt of income tax, under the terms of the existing tax legislation, shall present proof of such immunity or exemption by December 10, 2019, at the Company's head offices at Rua Paschoal Apóstolo Pítsica, 5064 – Agronômica, Florianópolis – SC, Zip code 88025-255 Brazil, Attn the Tax Governance Department – GTR (Departamento de Governança Tributária).

2.f) Imputation of the interest to the dividends

The interest on shareholders' equity, net of income tax withheld at the source, shall be imputed to the mandatory dividends of 2019 fiscal year, pursuant to § 7º from article 9 of Law 9,249/95 and CVM Deliberation 683/2012.

2.g) Payment of interest on shareholders' equity

The interest on shareholders' equity **shall be paid on a date to be subsequently decided upon by the Board of Executive Officers** and communicated through a Notice to Shareholders, based on the records currently on file at Itaú Unibanco Banco Múltiplo S.A. on December 2, 2019.

Florianópolis, November 5, 2019.

Eduardo Antonio Gori Sattamini
Chief Executive and
Investor Relations Officer