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A Publicly Listed Company - CVM Registration 1732-9

MINUTES OF THE 75th MEETING OF THE FISCAL COUNCIL OF ENGIE Brasil Energia S.A.

Following its regular convening, on the 5th (fifth) day of the month of November 2019, beginning at 11:15 a.m. and ending at 1:22 p.m. at Avenida Presidente Wilson, 231, 22º andar, in the city and state of Rio de Janeiro, following its regular convening, a meeting of the Fiscal Council of ENGIE Brasil Energia S.A. was held with the presence of the following members: Carla Carvalho de Carvalho, Carlos Guerreiro Pinto and Manoel Eduardo Lima Lopes, to examine the item on the convening notice. Also in attendance were Marcelo Cardoso Malta, Chief Financial Officer of the Company; Paulo Roberto Keller de Negreiros, manager of the Accounting Organizational Unit; and via video conference, Cristiane Cardoso. The work of meeting was presided by Councilor Carla Carvalho de Carvalho, who invited I, Osmar Osmarino Bento, to act as secretary, this being duly seconded by the other Councilors. The items on the agenda of the day: **Item 1** – Presentation of the account statements for the 3rd Quarter 2019; and **Item 2** – Presentation of the Risks Matrix – ERM Cycle 2019. **RESOLUTIONS AND COGNIZANCE: Item 1 – Presentation of the account statements for the 3rd Quarter 2019 –** Initially, Marcelo Cardoso Malta presented the new accounting manager of the Company, Paulo Roberto Keller de Negreiros. Opening the meeting, Marcelo Cardoso Malta provided clarifications on the principal facts impacting the results for the quarter, notably the entry into operation of the Umburanas Wind Project plants and the Pampa Sul TPP; the receipt of part of the guarantees following their execution with respect to the delay in the delivery of work on the Pampa Sul TPP. Subsequently, he presented the principal accounting events in the quarter, with particular reference to the following: *i)* reduction of the cash account due to the acquisition of TAG; *ii)* variation in client accounts receivable; *iii)* the amounts of the dividends to be received from the Jaguara and Miranda subsidiaries; *iv)* the variations in current and non-current assets, with particular reference to the change in investment due to the acquisition of TAG and capital injections in the Umburanas and Pampa Sul projects; *v)* variations in the loans, financing and debenture accounts and their payment schedules; *vi)* the changes in the net equity accounts; *vii)* the evolution in operating revenues, net income and EBITDA; and *viii)* the variations in the operational and administrative costs. Following due clarifications and information, the members of the Fiscal Council understand that the account statements for the 3rd Quarter 2019 adequately represent the numbers and results of the Company in the period; **Item 2 – Presentation of the Risks Matrix – ERM Cycle 2019. –** Cristiane Cardoso presented via video conference from the registered offices of the Company to the members of the Fiscal Council the Risks Matrix – ERM Cycle 2019, methodology used by the Company for evaluating its risks, wherein were indicated and detailed the following business risks: tax; industrial safety; development and implementation of projects; regulatory and country; market; cybernetic safety; personal data protection (LGPD and GDPR); Commercial Counterparty; operationalization of strategy; ethics and compliance; and digital transformation, presenting the probability and the financial and non-financial impacts in the event that these risks occur, action plans to mitigate and monitor such risks also being shown. An opportunity was also taken to present the primary risks for the ENGIE Group in 2019. Finally, the members of the Fiscal Council took cognizance of the agenda of the meeting of the Board of Directors held shortly before as follows: 1 – Matters for Resolution: Item 1.1 – To approve the Account Statements for the 3rd Quarter 2019; Item 1.2 – To decide on the distribution of dividends and credit of interest on equity capital relative to the period from

January 1 to December 31, 2019, all matters being approved unanimously. **Conclusion:** The floor being given for further manifestations and no such manifestations being forthcoming, the President declared the work of the meeting concluded, requesting the drafting of these minutes which, having been read and found in conformity, were signed by the members of the Fiscal Council present, including the President, and by myself, Osmar Osmarino Bento, secretary.

Rio de Janeiro/RJ, November 05, 2019.

Carla Carvalho de Carvalho
President and Councilor

Carlos Guerreiro Pinto
Councilor

Manoel Eduardo Lima Lopes
Councilor

Osmar Osmarino Bento
Secretary