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A Publicly Listed Company - CVM Registration 1732-9

# MINUTES OF THE TWO HUNDRED AND FOURTH MEETING OF THE BOARD OF DIRECTORS OF ENGIE BRASIL ENERGIA S.A.

On the 24th (twenty-four) day in the month of June in the year two thousand and twenty at 09 a.m. through the intermediary of the Teams platform, pursuant to the provision in the second paragraph to Article 18 of the Company's Corporate Bylaws and in the light of the restrictive measures for preventing COVID-19, the Board of Directors of ENGIE Brasil Energia S.A. met with the presence of the following effective members: Maurício Stolle Bähr, Dirk Achiel Marc Beeuwsaert, Paulo Jorge Tavares Almirante, Paulo de Resende Salgado, Karin Koogan Breitman, Simone Cristina De Paola Barbieri, Adir Flavio Sviderskei, Raquel da Fonseca Cantarino and since the director, Richard Jacques Dumas has still to receive authorization to exercise his position, his alternate Leonardo Augusto Serpa. Also participating were the members of the Statutory Audit Committee, Carla Carvalho de Carvalho and Manoel Eduardo Lima Lopes. The work of the meeting was chaired by Maurício Stolle Bähr and as secretary, Osmar Osmarino Bento. Sent by electronic mail on June 18, 2020, the Agenda of the Day CA-005/2020 was as follows: 1 – Matters for Presentation and Resolution: Item 1.1 – To approve the Account Statements for the 1st Quarter 2020; Item 1.2 – To approve the addendum to the agreement with respect to the electro-mechanical content of the Campo Largo II Complex Project; Item 1.3 – To evaluate the Internal Control System (INCOME Program) – Results for 2019; Item 1.4 – To approve the execution by the subsidiary, ENGIE Geração Solar Distribuída, of a photovoltaic solar system sale contract; 2 – Matters for Resolution: Item 2.1 – To approve the renewal of Operational Risks Insurance; Item 2.2 – To approve the hiring of the independent auditors; Item 2.3 – To approve the addenda to the financing agreements of the Santa Mônica and Pampa Sul projects; Item 2.4 – To approve the Sustainability Report for 2019 of the Company and its subsidiaries; Item 2.5 – To approve the change in the Remuneration Policy of the Management; 3 – Matters for Cognizance: Item 3.1 – To take cognizance of power purchasing and sale agreements; and 4 – General Matters. **RESOLUTIONS**: Initially, the President thanked the presence of all, welcoming the director, Raquel da Fonseca Cantarino, who has assumed the position of director on an interim basis following the decease of the director José Pais Rangel. The President requested a minute's silence in the latter's honor, recording his immense contribution to the growth of Company during his period as director while also wishing the new director success, this being seconded by the other members of the board. Beginning the work of the day and following the discussion of the matters, the President put the items on the Agenda of the Day to the vote, the directors deciding as follows: 1 – Matters for Presentation and Resolution: Item 1.1 – Pursuant to the presentation made, documentation for which is filed at the Company and after rendering the clarification requested and the favorable opinion of the members of the Statutory Audit Committee, the directors unanimously approved the Quarterly Information for the 1st Quarter 2020, understanding that they adequately represent the Company's numbers and results for the period; Item 1.2 – Pursuant to the presentation effected, the document for which is filed with the Company, and after providing clarifications on the matter, unanimous approval was given to the conditions and amounts of the second addendum to the agreement for expanding the 34.5/230kV collector substation to be signed between the Company's subsidiaries, parties to the Campo Largo II Project and the corporation contracted for the installation of the electro-mechanical content of the aforementioned project; Item 1.3 – Pursuant to the presentation effected, document for which is filed at the Company, the Internal Control System (INCOME Program) was presented, covering

the results of the audit work and its certification in 2019. Due clarification having been rendered, the Directors unanimously evaluated and concluded that the activities executed within the scope of the INCOME Program in 2019 fully met the internal control requirements of the Company in the period; Item 1.4 – Pursuant to the terms and values of the presentation effected, document for which is filed at the Company, unanimous approval was given for the negotiation and execution by the subsidiary, ENGIE Geração Solar Distribuída S.A., of a photovoltaic solar system sale agreement, the management board of the aforementioned subsidiary being authorized to practice all acts arising from this resolution; 2 – Matters for Resolution, pursuant to the terms of the presentations and documents made available to the Directors, unanimous approval was given to: Item 2.1 – The renewal of the Operational Risks Insurance in the amounts and under the general conditions presented, validation being given to the acts which may have already been practiced within the scope of this resolution; Item 2.2 – The hiring of Deloitte Touche Tohmatsu Auditores Independentes (Deloitte) for rendering the services of independent auditor for the fiscal years 2020 and 2021, pursuant to all the conditions of the proposal agreed with Deloitte and in the light of the positive recommendation of the members of the Statutory Audit Committee; Item 2.3 – The execution by its indirect subsidiaries, the companies Central Eólica Santa Mônica SPE S.A. (“Santa Mônica”), Central Eólica Ouro Verde SPE S.A. (“Ouro Verde”), Central Eólica Estrela S.A. (“Estrela”), Central Eólica Cacimbas S.A. (“Cacimbas”) and by its directly controlled subsidiary, Usina Termelétrica Pampa Sul S.A. (Pampa Sul), of the addenda to the Financing Agreements through the Opening of Loan Facility numbers 16.2.0360.1, 16.2.0361.1, 16.2.0362.1, 16.2.0363.1 and 18.2.0076.1, signed respectively on the one hand between Santa Mônica, Ouro Verde, Estrela, Cacimbas and Pampa Sul (“Beneficiary”) and on the other hand, the Brazilian Development Bank – (Banco Nacional de Desenvolvimento Econômico e Social) BNDES on August 16, 2016 (Agreement numbers 16.2.0360.1, 16.2.0361.1, 16.2.0362.1, 16.2.0363.1) and on April 13, 2018 (Agreement number 18.2.0076.1), for the purpose of the temporary suspension during 6 (six) months of payments of principal and compensatory interest, with capitalization in the debit balance of the credits and/or sub-credits with respect to the agreements previously mentioned ("Standstill"), contingent on the following conditions: (i) the principal amount of the debt and remuneratory interest shall be capitalized on the occasion of each financial event of maturity and incorporated in the debit balance; (ii) the total duration of the financing shall be maintained, there be no change in the duration of the final amortization of the debt; (iii) there is to be no change in interest rate for the operation; (iv) there will be no incidence of delayed interest; (v) the distribution of dividends and interest on equity by the Beneficiaries shall not be permitted with respect to fiscal year 2020, except for the minimum established in the corporate legislation; (vi) the said contractual addenda shall be signed on the basis of a resolutive condition of: (a) presentation of this resolution according to the legal formalities within a term of up to 90 days from the formalization of the addenda, this term being subject to eventual further extension by the BNDES; (b) presentation of the minutes of the appropriate decision making bodies of Engie Brasil Energias Complementares Participações Ltda. (“EBE Complementares”) and Energias Eólicas do Ceará S.A. (“EEC”) - both Intermediating Parties to the Agreement numbers 16.2.0360.1, 16.2.0361.1, 16.2.0362.1 and 16.2.0363.1 in accordance with the legal formalities, through the intermediation of which is substantiated the authorization for the execution of the addenda within the term of up to 90 days from the formalization of the addenda, this same term being subject to eventual extension by the BNDES; (c) presentation to the BNDES of the contractual addenda signed by the legal representatives of the Company, the Beneficiaries and the Intervening Parties EBE Complementares and EEC (“Intermediating Parties”), supported by all the legal formalities relative to their signature, within a term of 60 days from the subscription by the representatives of the BNDES, this term being eventually extended by the BNDES. The management boards of the Company, the Intermediating

Parties and Beneficiaries are therefore authorized to negotiate all the terms and conditions that may be applicable to the said addenda to the financing instruments and respective guarantee instruments, render declarations and sign all the documents necessary for the formalization of the transactions and their complete efficacy; Item 2.4 – The Sustainability Report of the Company and its subsidiaries for the year 2019; Item 2.5 – the amendment to the Management Remuneration Policy for the new wording in item 3.2.7, subsections "a", "b" and "e", with the proposed changes, rectifying payments of the remuneration which may have been effected in line with the new version of the policy; 3 – Matters for Cognizance: Item 3.1 – Pursuant to the sole paragraph of Article 19 of the Corporate Bylaws and pursuant to the presentation rendered, filed at the Company, and after the clarifications provided, the Directors took cognizance of the power purchasing and sale agreements signed by the Company and by its subsidiaries; 4 – General Matters: Details of the actions adopted with the local communities where the Company has projects with work in progress were described in the light of measures for preventing COVID-19, with a view to the continuation of the work. **CONCLUSION**: With no further items on the agenda, the President declared the work of this meeting concluded, requesting that these minutes be drafted by me, the secretary, and that having read and found them in order, signed by the participating members of the Board of Directors, including the President, and by me, the secretary, through the intermediary of DocuSign, the time and the themes deliberated in this meeting having been monitored by me in accordance with the Time and Themes Monitoring Report, a document which shall be initialed by the presiding officials and filed at the Company's head office.

Rio de Janeiro/RJ, June 24, 2020.

Maurício Stolle Bähr
Chairman of the Board and Chair

Osmar Osmarino Bento
Secretary

Dirk Achiel Marc Beeuwsaert
Director

Paulo Jorge Tavares Almirante
Director

Paulo de Resende Salgado
Director

Karin Koogan Breitman
Director

Simone Cristina De Paola Barbieri
Director

Adir Flavio Sviderskei
Director

Raquel da Fonseca Cantarino
Director

Leonardo Augusto Serpa
Alternate Director