CNPJ 02.474.103/0001-19 – NIRE 4230002438-4
A Publicly Listed Company - CVM Registration 1732-9

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

On the 14th day of the month of May of the year two thousand and twenty at 10:00 a.m. at Av. Presidente Wilson, 231, 22nd floor, Center, in the city and state of Rio de Janeiro, a meeting of the Board of Directors of ENGIE Brasil Energia S.A. was held with Effective Members Maurício Stolle Bähr, Dirk Achiel Marc Beeuwsaert, Paulo de Resende Salgado, José Pais Rangel, Karin Koogan Breitman, Simone Cristina De Paola Barbieri, Adir Flavio Sviderskei and in the light of the justified absence of the director, Paulo Jorge Tavares Almirante and given that the director Richard Jacques Dumas is still not authorized to exercise the position, their respect alternates Raphael Vincent Philippe Barreau and Leonardo Augusto Serpa, the meeting conducted through the medium of the Teams app pursuant to the provision in Paragraph 2, Article 18 of the Company's Corporate Bylaws and observing the restrictive measures for prevention of COVID-19. The work of the meeting was presided by Maurício Stolle Bähr with Osmar Osmarino Bento as secretary. The President submitted for discussion the matters on the Agenda of the Day itemized in convening notice CA-004/2020, dated May 11, 2020, as follows: 1 – Matters for Resolution: 1.1 – To approve the participation in the process for acquiring a shareholding stake of 10% in the capital stock of Transportadora Associada de Gás S.A. – TAG held by Petrobras; 1.2 – To nominate the members of the Audit Committee; 1.3 – To approve the installation of the Coupler Bay at Pampa Sul TPP; 1.4 – To approve the addendum to the R&D agreement with Weg; and 1.5 – To approve the metallic structures supply agreements and the addenda to the EPC agreements of the Novo Estado Transmission Project. **RESOLUTIONS**: Initially, the President thanked the presence of all, recording the new composition of the Board of Directors elected at the Annual General Meeting held on April 28, 2020, in particular, the effective directors Simone Cristina De Paola Barbieri, Karin Koogan Breitman and Richard Jacques Dumas and the directors representing the employees, Adir Flavio Sviderskei and Rubens José Nascimento, wishing them all success. The President further placed on record thanks to the former directors of the employees, Roberto Henrique Tejada Vencato and Luiz Antonio Barbosa for their dedication and commitment during their years as members of the Company's Board of Directors. Item 1.1 – Pursuant to the presentation rendered, documentation for which is filed with the Company, after responding to questions and clarifying doubts, the Directors unanimously approved the participation of the Company in the process for acquiring the remaining 10% (ten percent) stake in TAG in partnership with another investor from the ENGIE Group and third parties which make up the investor group. The management of the Company is authorized to practice and sign all that is required for the execution of this resolution, especially but not limited to, the issue of the final binding offer, the share purchase agreement and other agreements, the closing agreement for the acquisition of the shares of TAG, the contracting and rendering of guarantees which may eventually be necessary,

signing new agreements and eventual amendments to agreements which have already been negotiated with other parties in the investor group, to sign eventual modifications to existing financing agreements, nominate proxies to represent the Company and to contract consultants, the acts which may have been already practiced within the scope of this resolution, being ratified; Item 1.2 – Pursuant to articles 28 and 29 of the Company's Corporate Bylaws, the following were nominated to make up the Audit Committee: PAULO DE RESENDE SALGADO, Brazilian, married, economist, bearer of identity document number 02418153-9-IFP/RJ, enrolled in the corporate tax register (CPF) under number 161.008.917-00, resident and domiciled in the city and state of Rio de Janeiro at Rua Sacopã, 83, apto 901, Lagoa, CEP 22471-180, independent member of the Board of Directors of the Company; CARLA CARVALHO DE CARVALHO, Brazilian, married, lawyer, bearer of identity document number 09601374-3-IFP/RJ, enrolled in the tax register (CPF) under number 863.499.377-91, resident and domiciled in the city of Niterói, state of Rio de Janeiro, Estrada Francisco da Cruz Nunes, 7465, casa 103, bairro Itaipú, CEP 24340-000; and MANOEL EDUARDO LIMA LOPES, Brazilian, married, accountant, bearer of identity document number 1767127–IFP/RJ, enrolled in the tax register (CPF) under number 046.227.237-00, resident and domiciled in the city and state of Rio de Janeiro at Av. Oswaldo Cruz, 81, apto 201, Flamengo, CEP 22250-060. The matter being put to the vote, unanimous approval was given to the nominations, with the abstention of the director, Paulo de Resende Salgado, all with a term of office to run for 2 (two) years. Additionally, Paulo de Resende Salgado was nominated to occupy the position of coordinator of the Audit Committee; Item 1.3 – Pursuant to the presentation made, documentation for which is held on file at the Company, following clarifications on the matter, unanimous approval was given to the execution by Usina Termelétrica Pampa Sul S.A. of the agreement for *i)* the installation of the Coupler Bay from Pampa Sul TPP to the Candiota 2 Substation; *ii)* the demobilization of the provisional connection at the Candiota Substation; and *iii)* the relocation of the 525kV transmission line to the Candiota 2 Substation; Item 1.4 – Pursuant to the presentation rendered, documentation for which is filed at the Company and following clarifications with regard to the material, unanimous approval was given to the second addendum instrument to the agreement signed with Weg with respect to the Wind Power R&D Strategic Project, ANEEL Public Notice 017/2013 – Development of National Technology in Wind Power Generation; Item 1.5 – Pursuant to the presentation proffered, documentation for which is filed at the Company, following the clarifications provided, unanimous approval was given to, *i)* the terms and conditions of the agreements to supply metallic structures for transmission towers to be signed by the subsidiary, Novo Estado Transmissora de Energia S.A. and with the companies, Bipar Energia, Telecomunicações e Indústria Metálúrgia S.A. (Bimetal) and Sae Towers Brasil Torres de Transmissão Ltda (SAE Towers); and *ii)* the authorization to the management of the subsidiary, Novo Estado Transmissora de Energia S.A., to continue negotiations and in the event of satisfactory conditions, sign the addenda to the Transmission Line EPC agreements; Substation EPC agreements; and the aluminum cable and equipment supply agreements. The management board of the said subsidiary is authorized to practice all acts necessary for the execution of this resolution, in particular to seek the reimbursements with the seller of the project, all acts which may have already been practiced being hereby

validated. **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. Rio de Janeiro/RJ, May 14, 2020.

Maurício Stolle Bähr
Chairman of the Board and Chair

Osmar Osmarino Bento
Secretary

Dirk Achiel Marc Beeuwsaert
Director

José Pais Rangel
Director

Paulo de Resende Salgado
Director

Karin Koogan Breitman
Director

Simone Cristina De Paola Barbieri
Director

Adir Flavio Sviderskei
Director

Leonardo Augusto Serpa
Alternate Director

Raphael Vincent Philippe Barreau
Alternate Director