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

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

On the 30th (thirty) day of the month of August in the year two thousand and twenty-one at 1:00 p.m., for all legal purposes, the Board of Directors of ENGIE Brasil Energia S.A. ("Company") met extraordinarily, via electronic mail, as authorized under the provision in Paragraph 2, Article 18 of the Corporate Bylaws and in the light of the restrictive measures for prevention of COVID-19, the following effective members being present: Maurício Stolle Bähr, Paulo Jorge Tavares Almirante, Dirk Achiel Marc Beeuwsaert, Paulo de Resende Salgado, Adir Flavio Sviderskei, Manoel Eduardo Lima Lopes, Karin Koogan Breitman, Simone Cristina De Paola Barbieri and Richard Jacques Dumas. The work of the meeting was chaired by Maurício Stolle Bähr and as secretary, Osmar Osmarino Bento. Welcoming members present, the President put the matters on the Agenda of the Day as per convening notice CA-006/2021 of August 25, 2021 to the floor for discussion as follows: 1. Matters for Resolution: **Item 1.1 –** To approve and authorize the signature of the Purchase and Sale of Quotas Agreement between ENGIE Brasil Energia S.A. ("Company") and Engie Brasil Energia Comercializadora Ltda. ("EBC"), a controlled company of the Company, in the quality of sellers; Fram Capital Energy II Fundo de Investimento em Participações Multiestratégia ("FRAM") and Diamante Geração de Energia Ltda ("Diamante"), in the quality of consenting intervening parties; and Diamante Holding Participacoes Ltda. ("Diamante Holding"), a controlled company of FRAM, in the quality of purchaser, which, through compliance with certain conditions precedent, has the purpose of the sale of the totality of quotas the issue of Diamante held by the Company and by EBC to Diamante Holding ("Transaction"); **Item 1.2** – To approve and authorize the constitution of the guarantees under suspensive conditions ("Conditional Guarantees") in favor of Banco Daycoval S.A. ("Creditor"), the improvement and efficacy of which shall be subject to the closing of the Transaction, with the payment of the acquisition price and the transfer of the totality of the quotas, the emission of Diamante to Diamante Holding, pursuant to articles 121 and 125 and those subsequent of the Civil Code ("Suspensive Condition"), to guarantee the obligations to be assumed by Diamante Holding within the scope of the Bank Credit Bill to be signed between the Creditor, Diamante and Diamante Holding for financing the acquisition of Diamante by Diamante Holding, being the Conditional Guarantees granted by Diamante effective and executable following the implementation of the Suspensive Condition; **Item 1.3** – To approve the signing of 2 (two) Power Purchasing Agreements (49MWm and 351 MWm) between EBC and Diamante; and **Item 1.4** – To authorize the Management Board of the Company and their controlled companies, EBC and Diamante, directly or through proxies, to adopt all and any measures necessary for the purposes of executing the Transaction, constitution of Conditional Guarantees and signing of the Power Purchasing Agreements. **RESOLUTIONS**: Pursuant to the presentation provided, document which is held on file at the Company, the Directors decided unanimously according to the agenda of the day: **Item 1.1 –** Approved and authorized the signature of the Purchase and Sale of Quotas Agreement between

the Company and EBC, the controlled company of the Company, in the quality or sellers, FRAM and Diamante, in the quality of consenting intervening parties, and Diamante Holding, a controlled company of FRAM, in the quality of purchaser, for the sale of the totality of the quotas, the issue of Diamante and held by the Company and by EBC; **Item 1.2** – Approved and authorized (i) the constitution of the Conditional Guarantee to be granted by the Company and by EBC, in favor of the Creditor, on the corporate stake held by Diamante, consisting in the conditional sale of the totality of the quotas, the issue of Diamante and the ownership of the Company and EBC, the improvement and efficacy of which shall be subject to the closing of the Transaction, with the payment of the acquisition price and the transfer of the totality of the quotas, the emission of Diamante held by the Company and by EBC to Diamante Holding, pursuant to articles 121 and 125 and those subsequent of the Civil Code; (ii) the constitution of the following Conditional Guarantees to be granted by Diamante in favor of the Creditor: (a) fiduciary assignment of the total credit rights the ownership of Diamante relative (*x*) to the Power Purchasing Agreement (351 average MW) to be signed between Diamante and EBC, as well as (*y*) to the Ash Purchasing Agreement signed between Diamante and Votorantim Cimentos S.A. on June 01, 2018; (b) corporate guarantee in the form of an aval to guarantee obligations assumed by Diamante Holding within the scope of the Bank Credit Bill to be signed by the Creditor, Diamante and Diamante Holding for the financing of the acquisition of Diamante; and (c) a first and sole degree lien of the total quotas, the issue of Diamante and held by the Company and by EBC, the improvement and efficacy of these guarantees being subject to the implementation of the Suspensive Conditions; **Item 1.3** – Authorized the signature of 2 (two) Power Purchasing Agreements between EBC and Diamante with the amount of energy contracted corresponding to 49 average MW and 351 average MW per years, respectively, during the period from August 01, 2021 and December 31, 2024; and **Item 1.4** – The management boards of the Company and its controlled companies, EBC and Diamante, directly or through proxies, are authorized to adopt all and any measures necessary or convenient for the formalization of the above resolutions, including but not limited to the execution of the Transaction, constitution of the Conditional Guarantees, signature of the Power Purchasing Agreements, as well as the ratification of all and any acts already practiced to the present date by the Management Board of the Company, directly or through the intermediary of proxies, for the purposes of the implementation of the aforementioned resolutions. **CONCLUSION**: With no further matters being raised, the President declared the work of this meeting concluded, requesting that these minutes be drafted by me, the secretary, and that having been read and found in order and approved, be signed by the members of the Board of Directors present, including the President, and by me, as secretary, through the intermediary of DocuSign,

Rio de Janeiro/RJ, August 30, 2021.

Maurício Stolle Bähr
Chairman of the Board and Chair

Osmar Osmarino Bento
Secretary

(The signatures continue on the next page)

(Continuation page of signatures of the Minutes of the 222nd Meeting of the Board of Directors of ENGIE Brasil Energia S.A. of August 30, 2021)

Paulo Jorge Tavares Almirante
Director

Dirk Achiel Marc Beeuwsaert
Director

Paulo de Resende Salgado
Director

Manoel Eduardo Lima Lopes
Director

Simone Cristina De Paola Barbieri
Director

Karin Koogan Breitman
Director

Richard Jacques Dumas
Director

Adir Flavio Sviderskei
Director