ENGIE BRASIL ENERGIA S.A.
CNPJ No. 02.474.103/0001-19
NIRE 4230002438-4
Publicly-Held Company – CVM Code 17329

MATERIAL FACT

ENGIE BRASIL ENERGIA S.A. (B3: EGIE3) ("ENGIE" or the "Company"), in continuation of the material facts disclosed on December 12, 2025, April 27, 2026 and June 10, 2026, announces that it has filed with the CVM a request for automatic registration of a public offering (the "Offering") of a total of, initially, 178,718,109 (one hundred seventy-eight million, seven hundred eighteen thousand, one hundred nine) common shares (the "Offered Shares"): (a) in Brazil to professional investors (as defined in Resolution No. 30, dated May 11, 2021, of the Brazilian Securities Commission (*Comissão de Valores Mobiliários*) (the "CVM"), subject to automatic registration (*Rito de Registro Automático de Distribuição*) pursuant to the CVM rules and regulations; (b) to certain qualified institutional buyers (as defined in Rule 144A promulgated under the United States Securities Act of 1933, as amended (the "Securities Act")) in the United States, and (c) to certain institutional and other investors elsewhere outside the United States and Brazil that are not U.S. persons (as defined in Regulation S under the Securities Act), pursuant to exemptions from, or in transactions not subject to, registration under the Securities Act.

The number of Offered Shares may be increased, in a joint decision between the Company and the Brazilian placement agents, by up to 82.8% (eighty-two-point eight percent), through the issuance of up to 147,976,807 (one hundred forty-seven million, nine hundred seventy-six thousand, eight hundred seven) additional common shares on the same terms and at the same price as the Offered Shares, to meet additional demand identified in the bookbuilding process ("Additional Shares"). There will be no over-allotment (greenshoe) option.

The Offered Shares (including any Additional Shares) will be placed under a firm settlement guarantee provided by the Brazilian placement agents, severally and not jointly. In accordance with the CVM rules and regulations, the Offering is subject to a priority offering in Brazil (the "Priority Offering") pursuant to which ENGIE's existing shareholders who held common shares as of July 02, 2026 have the right to subscribe for an aggregate of up to 100% of the Offered Shares (including any Additional Shares), based on each shareholder's proportional interest in the Company's common share capital (excluding treasury shares) as of July 09, 2026, in each case after closing of the market, and as verified through the records of the central depository (*Central Depositária*) of the São Paulo Stock Exchange (B3 S.A. – Brasil, Bolsa, Balcão – "B3") and Itaú Corretora de Valores S.A., the custody agent in Brazil for the Company's common shares. The price per Offered Share will be set following completion of the bookbuilding process, and the same price per Offered Share will apply under the Priority Offering.

On June 10, 2026 and on July 03, 2026, at meetings of the Board of Directors of the Company, resolutions were passed approving, among other matters, the conduct of the Offering, through an increase in the Company's share capital via the issuance of the Offered Shares (including the Additional Shares, as applicable), with the possibility that the Offered Shares to be subscribed by ENGIE Brasil Participações Ltda. ("EBP") be paid in through the contribution of shares issued by Jirau Energia S.A. ("Jirau") currently held by EBP). On July 2, 2026, at an Extraordinary General Shareholders' Meeting of the Company, the shareholders approved, among other matters: the appraisal report on the Jirau shares held by EBP (as defined below), for purposes of their contribution as payment for Shares under the Offering ("Jirau Appraisal Report"); and the value attributed to the Jirau shares held by EBP, equivalent to R$5,744,000,000.00. Jirau Appraisal Report, as of the base date of December 31, 2025, indicates a fair value range between R$5,393,544,000.00 and R$5,932,843,000.00, with a midpoint of R$5,656,227,000.00. The parties adopted, also as of the Base Date, a reference value of R$5,373,000,000.00, corresponding to the midpoint less a 5% discount, which is below the lower end of the range set forth in the Appraisal Report. The value effectively used for the subscription of the shares was set at R$5,744,000,000.00, reflecting the update of such reference value under the *locked box* methodology, with CDI accrual from the Base Date through June 30, 2026, thereby remaining within the range indicated in the Jirau Appraisal Report (R$5,393,544,000.00 to R$5,932,843,000.00) ("Jirau Interest").

Following the viability analyses and studies conducted by the Company's management together with the Special Independent Committee for Related-Party Transactions, on July 2, 2026 EBP committed to subscribe for the number of Offered Shares (including the Additional Shares) that, based on the price per Offered Share, represents

the value of its Jirau Interest (i.e., R$5,744,000,000.00 (five billion, seven hundred and forty-four million reais)) ("EBP Investment Commitment"). The Shares to be subscribed by EBP under the EBP Investment Commitment will be paid in through the contribution of the Jirau shares currently held by EBP, such that the Company will become the holder of the equity interest in Jirau previously held by EBP. For purposes of the capital increase resulting from the Offering, the Jirau Interest to be contributed by EBP was valued at R$5,744,000,000.00, pursuant to the Jirau Appraisal Report, a value approved by the Company's shareholders at the Extraordinary General Meeting held on July 2, 2026. Jirau Appraisal Report, as of the base date of December 31, 2025, indicates a fair value range between R$5,393,544,000.00 and R$5,932,843,000.00, with a midpoint of R$5,656,227,000.00. The parties adopted, also as of the Base Date, a reference value of R$5,373,000,000.00, corresponding to the midpoint less a 5% discount, which is below the lower end of the range set forth in the Appraisal Report. The value effectively used for the subscription of the shares was set at R$5,744,000,000.00, reflecting the update of such reference value under the *locked box* methodology, with CDI accrual from the Base Date through June 30, 2026, thereby remaining within the range indicated in the Jirau Appraisal Report (R$5,393,544,000.00 to R$5,932,843,000.00). Offered Shares under the Offering that are not subscribed by EBP and paid in through the contribution of the Jirau Interest will be paid in by the other shareholders and/or professional investors in Brazilian *reais*. The investment order given pursuant to the EBP Investment Commitment is irrevocable and may not be withdrawn, and is limited to the value of the Jirau Interest; it may accordingly be allocated in accordance with the terms of the Offering's distribution plan, even in the event of excess demand in the Offering, given that it complies with article 56 of CVM Resolution 160. EBP will not participate in the process of determining the price per Offered Share, as it will not participate in the Bookbuilding Procedure.

The pricing of the Offering is currently expected to occur on July 14, 2026. The beginning of trading of the Offered Shares on the B3 is currently expected to occur on July 16, 2026, and the settlement of the Offering is expected to occur on July 17, 2026.

Neither the Offering of the Offered Shares nor the Priority Offering has been or will be registered under the Securities Act, or any other U.S. federal and state securities laws, and the Offered Shares and the common shares offered in the Priority Offering may not be offered, sold, pledged or otherwise transferred in the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the Securities Act), except pursuant to a registration statement or in transactions exempt from, or not subject to, the registration requirements of the Securities Act. Any information contained herein shall not be taken, transmitted, disclosed, distributed, or disseminated in the United States of America. The distribution of announcements and the offering and sale of securities in certain jurisdictions may be prohibited by law.

Furthermore, on July 3, 2026, a public offering was also approved for the distribution of simple, non-convertible, unsecured (*quirografária*) debentures, in two series, in the aggregate amount of up to R$700,000,000.00 (seven hundred million reais), exclusively to professional investors, pursuant to article 26, item IV, paragraph (a), and article 27, both of CVM Resolution 160 (the "Debenture Offering"). The proceeds from the Debenture Offering will be allocated to the replenishment of working capital and to financing the implementation of the Company's business plan, in accordance with the respective indenture. The Company will inform the market as soon as it files the request for registration of the Debenture Offering with the CVM. The aforementioned proposed offering, issuance and sale of debentures is being made only in Brazil, and there shall be no offering, issuance or sale of securities outside Brazil. The aforementioned proposed offering, issuance and sale of debentures has not been, and will not be, registered under the Securities Act. Accordingly, the debentures may not be offered, sold, pledged or otherwise transferred in the United States or to, or for the account or benefit of, U.S. persons, except pursuant to a registration statement or in transactions exempt from, or not subject to, the registration requirements of the Securities Act.

This material fact is disclosed for informational purposes only and shall not, under any circumstances, be interpreted as, nor constitute, an investment recommendation, or an offer to sell, advertise, solicit, or offer to buy or an announcement of a public offering of or an invitation to purchase or subscribe for any securities issued by ENGIE, and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of that jurisdiction.

ENGIE will keep its shareholders and the market informed of any relevant updates regarding the offering through the communication channels that ENGIE regularly uses for the disclosure of material information.

Forward-looking Statements

This material fact may contain forward-looking statements which reflect ENGIE's current view on future events and financial and operational development. Words such as "intend", "expect", "anticipate", "may", "believe", "plan", "estimate" and other expressions which imply indications or predictions of future development or trends, and which are not based on historical facts, are intended to identify forward-looking statements. Forward-looking statements inherently involve both known and unknown risks and uncertainties as they depend on future events and circumstances. Forward-looking statements do not guarantee future results or development, and the actual outcome could differ materially from the forward-looking statements. Any forward-looking statements contained in this material fact speak only as at the date hereof, and ENGIE does not assume or undertake any obligation or responsibility to update any forward-looking statement to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events.

Florianópolis, July 06, 2026.

Pierre Auguste Gratien Leblanc
Chief Financial and Investor Relations Officer

Eduardo Antonio Gori Sattamini
Chief Executive Officer