ENGIE BRASIL ENERGIA S.A.
PUBLICLY HELD COMPANY
CNPJ 02.474.103/0001-19 Corporate Registry (NIRE) 4230002438-4

MATERIAL FACT
PUBLIC OFFERING OF SHARES

ENGIE BRASIL ENERGIA S.A. ("Company"), a corporation registered as a publicly held company with the Brazilian Securities and Exchange Commission (Comissão de Valores Mobiliários – "CVM"), in compliance with CVM Resolution No. 44, dated August 23rd, 2021, as amended, and in continuity to the Material Facts disclosed on December 12th, 2025 and April 27th, 2026, hereby informs the market in general as follows:

In a Board of Directors' Meeting held on this date ("BDM"), it was approved, subject to the fulfillment of the Offering Precedent Conditions (as defined below), a primary public offering of common shares, all registered, book-entry and with no par value, free and clear of any liens or encumbrances, to be issued by the Company ("Offering" and "Shares", respectively).

The Offering provides for the possibility that Engie Brasil Participações Ltda. ("EBP"), Company's controlling shareholder, may pay up the Shares to be subscribed by it through the contribution of all shares issued by Jirau Energia S.A. ("Jirau") held by EBP, representing 40% of Jirau's share capital. Therefore, the consummation of the Offering is conditioned upon approval, at an extraordinary shareholders' meeting of the Company ("EGM"), of: **(i)** the ratification of the appointment and engagement of Apsis Consultoria Empresarial Ltda. (CNPJ/MF No. 27.281.922/0001-70) ("Appraiser") to prepare the valuation report of the Jirau shares held by EBP ("Valuation Report"); and **(ii)** the Valuation Report and the proposed value of the Jirau shares held by EBP for purposes of their contribution in payment of Shares within the scope of the Offering (the "Conditions Precedent to the Offering").

The EGM call notice and related documents for the EGM to be held on July 2nd, 2026, will be made available for consultation on the websites of the CVM (www.gov.br/cvm), B3 S.A. – Brasil, Bolsa, Balcão ("B3") (www.b3.com.br) and the Company (https://www.engie.com.br/investidores/).

The Offering will be carried out in Brazil, in the over-the-counter market, under the automatic registration procedure, pursuant to Article 26, item II, sub-item "a", of CVM Resolution No. 160, dated July 13th, 2022, as amended ("RCVM 160"), with placement efforts of the Shares abroad.

The Company further informs that, to date, financial institutions have been engaged as coordinators for the Offering, as well as their respective international placement agents.

The Company clarifies that the structure of the Offering, contemplating the possibility of the contribution of Jirau shares held by EBP, is the result of analysis and feasibility studies carried out by the Company's management together with the Special Independent Committee for Related-Party Transactions ("RPT Committee").

Through the Offering, the Company's management intends to simultaneously enable the integration of Jirau in the Company's portfolio and raise funds in the capital markets to meet its existing financial commitments and the expected investments for the development of projects and new opportunities identified in the Brazilian power sector.

The Company's management highlights that Jirau is a company dedicated to the generation and commercialization of energy, holder of the concession for the Jirau Hydroelectric Plant, located on the Madeira River, in the State of Rondônia, with 50 generating units in operation and an installed capacity of 3,750 MW.

The Company believes that, in line with its business strategy and the expansion of its markets, the integration of Jirau into its portfolio of assets will expand its installed generation capacity by bringing in an asset already in operation, without the need for additional financing or indebtedness.

The aforementioned Valuation Report, with a base date of December 31st, 2025, indicates a fair value range between R$ 5,393,544,000.00 and R$ 5,932,843,000.00, with an intermediate value of R$ 5,656,227,000.00. The amount of R$ 5,373,415,650.00 was adopted as the reference value, also on the base date, corresponding to the intermediate value with a 5% discount applied, placing it below the lower limit of the aforementioned range. The amount to be effectively used for the purpose of paying for the shares was set at R$ 5,744,000,000.00, reflecting the update of the aforementioned reference value using the locked box methodology, with the application of CDI from the base date until June 30th, 2026 (already considering the CDI estimate until that date), thus remaining within the range indicated in the Valuation Report.

In accordance with applicable law, EBP will abstain from voting on the EGM resolutions related to the Valuation Report.

If the Offering is consummated, and in order to comply with the provisions of Article 53 of RCVM 160, the other shareholders of the Company will be granted a priority right to subscribe for up to all of the Shares in the Offering, in proportion to their respective shareholdings in the Company's share capital, pursuant to the timetable and procedures to be disclosed by the Company in due course. In this sense, in the event of exercising the priority right, the shareholders' right to proportionally maintain their shareholding in the Company, without dilution, will be ensured.

The final terms and conditions of the Offering, in line with the parameters defined at the BDM, will be the subject of a new meeting of the Board of Directors. In addition to the Offer Precedent Conditions, the effective completion of the Offering remains subject to, among other factors beyond the Company's control, market conditions, investor interest, obtaining the necessary approvals, including applicable corporate approvals, and customary procedures to be completed by the financial institutions involved and to be involved in the Offering.

This material fact is provided for informational purposes only, pursuant to applicable laws and regulations, and shall not, under any circumstances, be construed as, nor shall it constitute, an investment recommendation, an offer to sell, or a solicitation or announcement of a public offering of any securities issued by the Company in Brazil, in the United States of America or in any other jurisdiction. No information contained herein shall be carried, transmitted, disclosed, distributed or disseminated, directly or indirectly, in the United States of America or in any other jurisdiction. Neither the Offering, if consummated, including the applicable priority right to the Company's shareholders, nor the securities described in this material fact have been or will be registered under the U.S. Securities Act of 1933, as amended ("Securities Act") or any other federal or state securities laws of the United States of America. No securities issued by the Company may be offered or sold in the United States of America without registration or an exemption from registration under the Securities Act. If consummated, the Offering will be conducted in accordance with the applicable laws and regulations in Brazil, in the United States of America, and in any other applicable jurisdiction.

The Company also informs its decision to discontinue the disclosure of its financial projections (guidance) previously presented in item 3.1 of its Reference Form (Formulário de Referência), in order to align its practices with the procedures adopted by the market, also considering the laws and regulations applicable to public offerings of securities in Brazil and abroad.

In this regard, the Company emphasizes that any considerations regarding estimates and forward-looking statements about plans, expectations, strategies and financial trends that may affect the activities of the Company, including financial projections, as they involve risks and uncertainties, are not indicative of, nor do they constitute, a guarantee of future results, and should therefore not be relied upon by investors in connection with their investment decision in the Offering.

The Company will keep its shareholders and the market duly informed of any relevant developments regarding the matters described herein, through its usual communication channels, namely the websites of the CVM (www.gov.br/cvm), B3 (www.b3.com.br) and the Company (www.engie.com.br/investidores/), in line with best corporate governance practices and in accordance with applicable laws and regulations.

Florianópolis, June 10th, 2026.

Pierre Auguste Gratien Leblanc
Chief Financial Officer and Investor Relations Officer

Eduardo Antonio Gori Sattamini
Chief Executive Officer