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1.1 History of the issuer

History

Centrais Elétricas do Sul do Brasil S.A. (Eletrosul) was created in 1968 as the third regional subsidiary of Centrais Elétricas Brasileiras S.A. (Eletrobras), then a state-owned company, with the objective of supplying energy to the states of Paraná, Santa Catarina and Rio Grande do Sul (its area of operation was expanded in 1980, with the inclusion of the State of Mato Grosso do Sul). Eletrosul and the other companies of Eletrobras were included in the National Privatization Program (PND), through Decree No. 1.481, of May 3, 1995. On December 23, 1997, Eletrosul was partially spun-off, and the equity related to the electricity generation activity was transferred for incorporation of a new company, named Centrais Geradoras do Sul do Brasil S.A. (Gerasul). The equity transferred to Gerasul at the time of the spin-off represented approximately 70% of the net equity spun off.

After the spin-off in 1997, Eletrosul remained exclusively responsible for activities related to the transmission of electricity and Gerasul started to operate solely in the generation and sale of electricity, and both companies were under the control of Eletrobras.

In January 1998, the controlling interest in Gerasul started to be held by Eletrobras Geração S.A. (Eletroger), a company that originated from the partial spin-off of the assets of Eletrobras. In April of the same year, the subsidiary Gerasul merged into Eletroger, adopting the corporate name used until then by the merging company over.

On May 28, 1998, the Company was registered as a publicly held company with the CVM under No. 1732-9.

In an auction held on September 15, 1998, on the Rio de Janeiro Stock Exchange, ENGIE Brasil Participações Ltda. (current name of GDF SUEZ Energy Latin America Participações Ltda.), which presently belongs to the ENGIE Economic Group (new name of GDF SUEZ), acquired the ownership control of Gerasul, then represented by 227,095,639,468 common shares, corresponding to 50.01% of Gerasul's voting capital, for R$946 million (historical value).

In February 2002, Gerasul changed its corporate name to Tractebel Energia S.A.

The Company has been part of the B3 Corporate Sustainability Index (ISE) portfolio since the first year it was listed on Novo Mercado, in 2005.

In July 2016, the corporate name was changed to ENGIE Brasil Energia S.A. ("ENGIE" or "Company"), in order to adopt the same name of the Company's Economic Controlling Group in Europe, which was changed from GDF SUEZ to ENGIE S.A. As a result of this change, the Company's shares are now traded on B3 under the new trading name ENGIE BRASIL and the ticker "EGIE3", replacing the old ticker "TBLE3". In the US over-the-counter market, the ticker was changed to "EGIEY".

With the strategy of speeding up the transition to a carbon neutral economy, encouraging the decarbonization of our customers, ENGIE has become a platform for investments in energy infrastructure, diversifying its business and prioritizing growth through renewable sources of energy generation.

The Company's diversification began to materialize more significantly when Lot 1 of Transmission Auction No. 02 of December 15, 2017, held by the National Electricity Agency (Aneel), which includes the construction, assembly, operation and maintenance of approximately 1,000 kilometers of transmission facilities and five substations, in the State of Paraná (PR), for a 30-year concession period.

Another important step was taken as from January 2018, when the Company, in order to assume market positions related to the variation of the electricity price, within the pre-established risk and counterparties limits, started to carry out energy trading operations.

The confirmation that ENGIE, together with another ENGIE S.A.'s subsidiary and the Canadian fund Caisse de Dépôt et Placement du Québec (CDPQ), was the winner of the bidding process, which occurred in the beginning of April 2019, for the sale of the largest natural gas transportation company in the country, was a real milestone in the diversification of the business. Transportadora Associada de Gás S.A. – TAG ("TAG") has approximately 4,500 km of high-pressure gas pipelines, which cross 10 states in the North, Northeast and Southeast regions of the country, with a firm contracted capacity to move more than 70 million m^3 of gas per day.

1.1 History of the issuer

With TAG we have consolidated our position as a platform for investments in energy infrastructure, in line with the proposal to diversify our operations.

In March 2020, another important acquisition was included in this movement: Novo Estado Energia, holder of a concession for the construction, operation and maintenance of 1,800 kilometers of power transmission lines in the states of Pará and Tocantins.

In line with the Group's business strategy, ENGIE Brasil Energia has been focusing its activities, since 2015, on the generation of renewable energy, natural gas and infrastructure and, in October 2021, it concluded the sale of Jorge Lacerda Thermal Complex, which accounted for approximately 75% of the Company's greenhouse gas emissions.

Continuing with the decarbonization process, ENGIE Brasil Energia acquired, in February 2022, Paracatu and Floresta Photovoltaic Complexes. This process required the establishment of the Independent Special Committee for Transactions with Related Parties which, after proper evaluation, sent a report with its recommendation for the acquisition of the assets to the Company's Board of Directors.

Novo Mercado

On November 16, 2005, the Company joined the Novo Mercado, a listing segment of B3 (current name of BM&FBOVESPA), intended for the trading of shares issued by companies that voluntarily commit to the adoption of corporate governance practices that exceed those required by applicable legislation. In December of the same year, it held a secondary offering of 71 million shares to stimulate greater appreciation and liquidity of its shares, in compliance with Novo Mercado's requirements.

In October in 2017, a revision of Novo Mercado regulations increased requirements for Companies in this segment, and the Company is compliant with these norms. As a main aspect relating to the new requirements, at the 202nd RCA, which took place on 05/14/2020, the Statutory Audit Committee was installed. This Committee is an advisory structure for the Board of Directors in the assessment of the financial statements, risk management, ethical topics, internal controls, compliance and internal and external audits, and it is made up of three members, being two of them members of the Board of Directors with no relationship with the parent company (independent).

Timeline – 1998 to 2022

Year	Acontecimentos
1998 – 15/09	• Acquisition of Gerasul through auction (3,719 MW of installed capacity).
1999	• Start-up of Thermal Power Plant William Arjona (80 MW) - diesel oil.
2000	• Start-up of Hydro Power Plant Itá (1,450 MW). • Execution of the 1st agreement for sale of energy to free consumers.
2001	• Operation of Thermal Power Plant William Arjona with natural gas (120 MW).
2002	• Start-up of HPP Cana Brava Machadinho (1,140 MW). • Start-up of HPP Cana Brava (450 MW). • Expansion of HPP William Arjona by 70 MW, totaling 190 MW. • The Company's new name is Tractebel Energia S.A.
2003	• Start-up of Cogeneration Unit Lages with wood biomass (28 MW e 25 t/h of steam).
2004	• Certification of seven power plants with the NBR ISO 9001 and ISO 14001 standards. • Consolidation of participation in the free market with sales exceeding average MW 700.
2005	• Bovespa's Novo Mercado. • ISE –BM&FBovespa Sustainability Index • Sale of average 200 MW in the 1st new energy auction (HPPs Itá and Machadinho). • Sale of average 150 MW in the 2nd existing energy auction.

1.1 History of the issuer

Year	Events
2006	• Certification of another six power plants in the NBR ISO 9001 and ISO 14001 standards, covering all the 13 Company's power plants.
2007	• Acquisition of Companhia Energética São Salvador. • Acquisition of Celesc interest in Machadinho Hydro Power Plant. • CODIS Certification.
2008	• 10 years of ENGIE Brasil Energia. • Merger of Companhia Energética Meridional. • Acquisition of Ponte de Pedra Hydro Power Plant (176 MW). • Acquisition of SHPs Rondonópolis (26.6 MW) and Engenheiro José Gelazio da Rocha (23,7 MW). • Acquisition of WPPs Beberibe (25.6 MW) and Pedra do Sal (18 MW) and SHP Areia Branca (19,8 MW). • Merger of GDF SUEZ.
2009	• Start-up of São Salvador Hydro Power Plant (243.2 MW). • Acquisition of Estreito Hydro Power Plant (40.07% of 1,087 MW).
2010	• Start-up da SHP Areia Branca (19.8 MW) and Destilaria Andrade Thermal Power Plant (18.28 MW), which use sugarcane bagasse biomass as fuel. • Obtainment of AA+ (bra) rating from Fitch Ratings. • Certification of 15 power plants with NBR ISO 9001, ISO 14001 and BS OHSAS 18001 standards. • Partial merger of GDF SUEZ and International Power. • Merger of Ponte de Pedra Energética S/A – PPESA.
2011	• Start-up of Estreito Hydro Power Plant. • Approval of the implementation of wind projects at Trairí and Porto do Delta Complex (145.4 MW). • Obtainment of the 1st international investment grade (BBB- from Fitch Ratings).
2012	• Upgrade of the rating of EBE i) international, from BBB- to BBB, ii) in long-term national • currency of the 2ª issue of debentures from 'AA+(bra)' to 'AAA(bra)' (Fitch Ratings); and • iii) in local currency from 'brAA+' to 'brAAA'(Standard & Poors).
2013	• Start-up of WPP Trairí (25.4 MW) and WPP Guajiru (30 MW). • Acquisition of TPP Ferrari (65.5 MW + 15 MW expansion) – which use sugarcane bagasse biomass as fuel. • The implementation of Santa Mônica Wind Complex was approved (97.2 MW). • Beginning of modernization works of Passo Fundo and Salto Santiago Hydro Power Plants. • Restructuring of Estreito and Itasa Consortiums.
2014	• Start-up of WPP Fleixeiras I (30 MW) and WPP Mundaú (30 MW). Start-up of Photovoltaic Power Plant Cidade Azul (3MWp) Solar R&D. • Acquisition of Campo Largo Wind Complex (620 MW). • Acquisition of Santo Agostinho Wind Complex (600 MW). • Achievement of Certification ISO 50001 by CTJL. • Approval of implementation of Pampa Sul Thermal Power Plant (340 MW) and Wind Complex Campo Largo – Phase 1 (326,7 MW), sold in auction A-5.
2015	• GDF SUEZ Group is now named ENGIE and the Company, ENGIE Tractebel Energia. • Commercial start-up of Ferrari Thermal Power Plant's 5th turbo generator (15 MW). • Completion of Passo Fundo Hydro Power Plant modernization works. • Sale of average 46 MW in the A-3 auction (Santa Monica Wind Complex). • Downgrade of EBE's International Rating in foreign currency, from BBB to BBB-, with negative outlook (Fitch Ratings). • Sale of average 9.2 MW in the 2nd reserve energy auction (Assú Photovoltaic Complex).
2016	• The Company is now called NGIE Brasil Energia S.A. • Capital increase, without issuing new shares. • Downgrade of long-term national scale corporate credit ratings to 'brAAA' to 'brAA' (Standard & Poor's). • Downgrade of the International Rating in foreign currency from BBB- to BB+ (Fitch Ratings). • Implementation of GOC– Generation Operation Center, located at the Company's headquarters, in Florianópolis. • Closing of Charqueadas Thermal Power Plant (36 MW). • Acquisition of 50% of ENGIE Geração Solar Distribuída. • Agreement signed with Celesc for the installation of photovoltaic systems in 1,000 homes (2,600 kWp). • Start-up of Santa Monica Wind Complex (18.9 MW). • Authorization for the sale of Beberibe and Pedra do Sal Wind Farms and Areia Branca SHP.

1.1 History of the issuer

Year	Events
2017	• Completion of Salto Santiago Hydro Power Plant modernization works (additional 24.2 average MW). • National Long-Term Rating at AAA(bra), with stable outlook and BB+ global scale, with negative outlook reaffirmed by Fitch Ratings. • Opening of the Link Lab, sponsored by EBE and seven other companies. • Acquisition of Jaguara (424 MW) and Miranda (408 MW) Hydro Power Plants. • Acquisition of Umburanas Wind Complex project (605 MW). • Remote operation of Cana Brava and São Salvador HPPs taken over by the GOC. • Lot of approximately 1,000 km of transmission lines and five substations purchased for a 30-year period, which would give rise to the Gralha Azul Transmission System. • Start-up of Santa Monica Wind Complex (97.2 MW). • Start-up of the Assú V Solar Power Plant (30 MW). • Sale of wind farms Beberibe and Pedra do Sal and SHP Areia Branca (total of 63.4 MW) completed.
2018	• Downgrade of the International Long-Term Rating in foreign currency to 'BB', with a stable outlook. National Long-Term Rating at 'AAA(bra)', reaffirmed with stable outlook. • The Company, through its subsidiaries Companhia Energética Jaguara and Companhia Energética Miranda, issued a total amount of R$1.8 billion in debentures. • Approval of the installation of the Independent Special Committee for Transactions with Related Parties to analyze and monitor any agreements between the parties that are part of the group of investors interested in the acquisition of Transportadora Associada de Gás (TAG). • Start-up of full remote operation of the Trairi Wind Complex, from the Generation Operation Center (GOC). • Commercial start-up of Campo Largo I Wind Complex, with the addition of 29.7 MW of non-conventional renewable energy to the Company's generating complex. • Completion of the Company's issue of R$746.6 million in debentures, in two series, maturing in seven and ten years, respectively, with a demand 1.7 times higher than supply, at a competitive cost. • Conclusion of the acquisition of the remaining shares of ENGIE Geração Solar Distribuída S.A., for the adjusted price of R$35.1 million. • The start-up of the last wind farm of Campo Largo Phase I Wind Complex occurred in December 2018. • Agreements signed in the Free Market (ACL) enable Phase II of Campo Largo Wind Complex. • Approval of the capital increase with the issue of new common, book-entry shares with no par value, distributed to the Company's shareholders by way of bonus, in the proportion of 1 share to every 4 shares held.
2019	• Start of construction of the Campo Largo– Phase II Wind Complex, made possible by contracts signed in the Free Contracting Environment (ACL). • Fitch Ratings reaffirmed the National Long-Term Rating at 'AAA(bra)' with a stable outlook and in global scale of 'BB' with a stable outlook, one notch above the sovereign rating. In addition to these, it also reaffirmed the 'AAA(bra)' rating with a stable outlook, at the sixth and seventh issuance of the Company's unsecured debentures. • In June, occurred the financial closing of the acquisition operation of shareholding stake in TAG, by Aliança Transportadora de Gás Participações S.A. (Aliança), after fulfilling all conditions precedent. • After acquiring a stake in TAG, Fitch Ratings reaffirmed the Company's ratings. • The 8th issuance of simple debentures, in the amount of R$ 2.5 billion, was approved at the Board of Directors' Meeting, intended for the formation of working capital to finance the implementation of the Company's business plan. • The other wind farms that make up the Umburanas– Phase I Wind Complex started commercial operation. The Complex adds 360 MW of installed capacity to the Company's generating complex. • The Pampa Sul Thermoelectric Power Plant started its commercial operation in June. The project aggregates 345 MW of installed capacity to the Companies portfolio. • The 9th issuance of simple infrastructure debentures, non-convertible into shares, of the unsecured type, in four series, in the total amount of R$ 1.6 billion was carried out. • Installation licenses were obtained for the Ponta Grossa substation, and in October installation licenses were issued for the first transmission lines, which enable the start of construction of the Gralha Azul Transmission System. • A financing agreement was signed by BNDES, in the amount of R$ 1.3 billion, intended for the implementation of the Umburanas Wind Farm (BA), with an installed capacity of 360 MW, in commercial operation since the first four months of 2019. • In December, the acquisition of a concession for the construction, operation and maintenance of approximately 1,800 kilometers of transmission lines in the states of Pará and Tocantins was announced, for up to R$ 410.0 million.

1.1 History of the issuer

Year	Events
2020	• Fitch Ratings reaffirmed the National Long-Term Ratings, on a local scale, at 'AAA(bra)', with a stable outlook. The Company's long-term international foreign and local currency ratings were also reaffirmed, respectively, as BB' and 'BBB-'; however, upon the review of the sovereign rating in April, they were changed from stable to negative outlook. • With the evolution of Covid-19, the Company's Management reassessed the proposal for supplementary dividends for 2019 and proposed the retention of R$949.7 million (R$1.1640/share), in order to reserve cash to face the pandemic, which was approved by the Annual General Meeting (AGM). • The Statutory Audit Committee was established in the Meeting of the Board of Directors of May 14, comprising three independent members, to advise it. • Financing agreements signed with BNDES for the implementation of Campo Largo - Phase II Wind Complex and Gralha Azul Transmission System, in the amount of R$2.7 billion. • The Carbon Credits Project of Campo Largo Wind Complex - Phase II was registered with the Clean Development Mechanism (CDM) and will contribute an annual reduction of approximately 790 thousand tons of CO2. • Launch of E-conomiza, a new product aiming at helping companies migrate to the Free Market. • Announcement of the acquisition of an additional equity interest of 3.25% in TAG, of the total 10% that Petrobras still held, for R$327.2 million. • The indirect subsidiaries, Novo Estado Participações S.A. (NEP) and Novo Estado Transmissora de Energia S.A., entered into an Investment Agreement with Itaú Unibanco S.A., via subscription of NEP's preferred shares, in the amount of R$500.0 million, for the implementation of transmission lines in the states of Pará and Tocantins. • The Law that recognized the right of hydroelectric generation companies to compensation for the financial effects resulting from externalities that worsened the GSF over the last few years was approved. • The public offering with restricted efforts of simple debentures of the 1st issue of subsidiary Thermal Power Plant Pampa Sul, in two series, in the total amount of R$340.0 million, was settled. Subsequently, the application for registration of the 2nd issue in two series, totaling R$582.0 million, was submitted. Additionally, in November, the financial settlement of the 2nd issue of debentures occurred. The funds will be used to reimburse the costs of implementing TPP Pampa Sul. The totality of the 1st issue of debentures was acquired by ENGIE Brasil Energia S.A. • ENGIE launches Energy Place, a digital relationship and sales platform for clients and managers in ACL. This environment will streamline the management of agreements and services to ENGIE's customers and partners, in addition to being an energy e-commerce. • During the pandemic, ENGIE, together with its controlling company and employees, performed actions to protect their health and support the communities in which it operates, such as emergency aid to nursing homes, donations to Fiocruz and UFRGS for the production of Covid-19 tests, donations of ICU equipment to public hospitals of Albert Einstein Chain, among others. • In November, the testing operation of the generating units belonging to Campo Largo II Wind Complex gradually began. • ENGIE and Natura entered into a partnership to acquire carbon credits from the Lages Cogeneration Unit, to offset the company's 100,000 tons of CO2 emissions, related to its 2019 inventory. • The Generation Operations Center (GOC) started a remote assisted operation of Hydroelectric Power Plant Machadinho, totaling 48 power plants (5,468 MW) operated from the GOC.

1.1 History of the issuer

Year	Events
2021	• Fitch Ratings reaffirmed the National Long-Term credit rating and the rating assigned to the sixth, seventh and ninth debenture issues at 'AAA(bra)', both with a stable outlook. The Company's long-term international foreign and local currency ratings were also reaffirmed, respectively, at 'BB' and 'BBB-', both with a negative outlook, due to the limit imposed by the sovereign rating, but still one level above it. • Launch of the Modulation Swap for Generators, a product that provides the security of a hedge against hourly price variations when exchanging a curve with a generation profile for a constant curve. • WEG and the Company concluded the implementation of the first large Brazilian wind turbine, with 4.2 MW of installed capacity, integrated into the photovoltaic plant in Tubarão (SC). • Law No. 14.182/21 was approved, which confirms Aneel's previous interpretation of extending the compensation for hydrological losses from the GSF (i) to power plants that renegotiated the hydrological risk for the period prior to 2015 and (ii) to structuring plants. • The 230kV Transmission Line – Ponta Grossa – São Mateus do Sul, which is part of the Gralha Azul Transmission System received from the National System Operator (ONS) the Test Release Instrument, a milestone for ENGIE in the transmission segment. • The Gralha Azul Transmission System obtained authorization for the commercial start-up of the 230 kV transmission lines – Ponta Grossa – São Mateus do Sul and Ponta Grossa – Ponta Grossa Sul. • A Share Purchase Agreement was signed with FRAM Capital, for the subsidiary Diamante, holder of the Thermal Complex Jorge Lacerda, for up to R$325 million, subject to the fulfillment of certain conditions, which was consummated on October 18. • Aneel authorized the commercial start-up of the last wind farms in Campo Largo II Wind Complex, with an installed capacity of 361.2 MW. • A purchase agreement for the Sol Assú Photovoltaic Complex, located in Assú (RN), with an estimated installed capacity of up to 750 MW, was signed. The completion of the transaction depends on the fulfillment of certain conditions precedent. • The modernization of GU 5 of Salto Osório Hydro Power Plant was completed, adding 7 aMW of assured energy. • The Company was mentioned as one of the 14 most transparent Brazilian companies in terms of sustainability, among over 70 ones assessed by Transparency Observatory, an initiative of the Advisory Board of the Global Reporting Initiative (GRI) in Brazil. • ENGIE was the winner of the Exame Melhores & Maiores 2021 Award, in the Energy category. • The Company recognized R$1.6 billion arising from the renegotiation of the hydrological risk addressed in Laws No. 14.182/2021 and No. 14.052/2020. In 2020, the amount recognized was R$968 million. • In December, the Novo Estado Transmission System obtained authorization from the National System Operator (ONS) for commercial start-up of Substation Serra Pelada, its reactors and the Serra Pelada – Itacaiúnas line, the initial milestone of the project's operation. • ENGIE was certified with ISO 37001 – Anti-Bribery Management System, by Euro Compliance. • The Company's Integrated Management System (SIG) was certified by the certifying body Bureau Veritas Certification, comprising energy generation services in all hydroelectric power plants, covering NBR ISO 9001 (Quality Management), NBR ISO 14001 (Management Environmental) and ISO 45001 (Occupational Health and Safety Management). • ENGIE Brasil Energia was one of the three Brazilian companies included in the ranking of the 100 Most Sustainable Global Companies, by Corporate Knights Magazine, among around 6,900 publicly held companies worldwide. • For the 17th year in a row, ENGIE Brasil Energia was included in the Corporate Sustainability Index (ISE). ENGIE is one of the companies that has been part of the ISE since its creation in 2005.

1.1 History of the issuer

Year	Events
2022	• The acquisition of the Paracatu and Floresta Photovoltaic Complexes was completed, adding 59.1 average MW of commercial capacity to the Company's portfolio. • In 1Q22, the transmission lines of the transmission system of Gralha Azul, that is, Ponta Grossa – Ivaiporã C1 and C2, and Ponta Grossa – Bateias C1 and C2. Additionally, on April 3, the LT Guarapuava Oeste – Areia and the Eletrosul sectioning started to operate commercially at the Guarapuava substation. • Fitch Ratings reaffirmed the National Long-Term credit rating, and the sixth, seventh and ninth debenture issues were assigned, at 'AAA(bra)', with stable outlook. Long-term international ratings in foreign and local currency of the Company were also reaffirmed, respectively, at 'BB' and 'BBB-', both with negative outlook, due to the limit imposed by the sovereign rating, however one level above the latter. • Beginning of remote operations of Itá Hydroelectric Power Plant, the largest hydroelectric power plant operated by ENGIE, as from the Generation Operations Center (COG), located at the headquarters in Florianópolis, totalizing 60 plants operated remotely, representing 71.6% of the Company's generation complex. • With an estimated investment of R$ 300 million, TAG signed the agreement for implementation of a gas pipeline of approximately 25 km, to connect the liquefied natural gas (LNG) terminal of Centrais Elétricas de Sergipe (Celse) to its gas transportation network. • Completion of the acquisition of development rights on the Serra do Assuruá Project, located in the State of Bahia, with expected installed capacity of approximately 850 MW, originated from wind generation. • ENGIE Brasil Energia was a highlight of the electricity sector in the 2022 Best of ESG[1] award, promoted by Exame magazine in partnership with Ibmec business school. • In Aneel's 01/2022 Transmission Auction, the Company bought lot 7, which provides for the installation of one kilometer of transmission lines and a substation complementary to the Novo Estado project, in the State of Pará. The project was named Gavião Real Transmissora de Energia. • The contract for purchase and sale of all shares in Pampa Sul Thermal Power Plant, with installed capacity of 345 MW, located in Candiota, State of Rio Grande do Sul, was signed in September. • The Board of Directors approved an investment of R$ 3.3 billion for implementation of the Assú Sol Photovoltaic Complex, with installed capacity of approximately 750 MW, to be implemented in the municipality of Assú (State of Rio Grande do Norte). • Signature of the financing contract with the National Economic and Social Development Bank (BNDES) for implementation of the Serra do Assuruá Wind Complex, located in Gentil do Ouro (State of Bahia), with installed capacity of 846 MW. • The Company continues to be included in the Corporate Sustainability Index (ISE) – in which it has been included since its launch, in 2005 – and the Carbon Efficient Index (ICO2), both of B3. • In December, CDP (formerly, "Carbon Disclosure Project") released the results of the first report of ENGIE Brasil Energia to the institution about its carbon management. The Company got a "B" score – the third best score.
2023	• On May 31, 2023, after compliance with the precedent conditions, the operation on the sale of all shares held by the Company and ENGIE Brasil Energia Comercializadora Ltda. ("EBC", together with Engie, the "Sellers") in the company Usina Termelétrica Pampa Sul S.A. ("Pampa Sul") was completed. Pampa Sul owns all the assets that make up the Pampa Sul Thermoelectric Power Plant ("UTE Pampa Sul" or "Plant"). The total economic benefit of the sale for the Company will be approximately R$ 2.2 billion, including the sale price, in the amount of up to R$ 450,000,000.00 (four hundred and fifty million Reais), and assumption by the Buyers of Pampa Sul's indebtedness, amounting to approximately R$ 1.8 billion (one billion and eight hundred million Reais). The sale price is R$450,000,000.00 (four hundred and fifty million Reais), subject to compliance with certain conditions set out in the Share Purchase and Sale Agreement ("Agreement") entered into between the Sellers, Pampa Sul, as consenting intervening party, Grafito Fundo de Investimento em Participações Multiestratégia ("Grafito") and Perfin Space X Fundo de Investimento em Participações em Infraestrutura ("Space X", and, together with Grafito, the "Buyers"), as buyers. The Pampa Sul sale transaction also includes the replacement of the corporate guarantee provided by the Company, in favor of Pampa Sul, within the scope of financing contracts of approximately R$1.8 billion taken by Pampa Sul.

[1] "Environmental, Social and Governance", or "ambiental, social e governança (ASG)" in Portuguese.

1.2 Description of the main activities of the issuer and its subsidiaries

The Company has a concession for use of public goods in the condition of independent producer, and publicly traded corporation, being headquartered in the city of Florianópolis, State of Santa Catarina, Brazil. The Company is an infrastructure investment platform that operates the activities of centralized generation, commercialization, trading and transmission of electricity. These activities are regulated by Aneel. The Company also operates in the gas transportation segment, which is regulated by Brazil's National Petroleum, Natural Gas and Biofuels Agency ("ANP").

In the generation segment, at the end of 2022, the installed capacity of the generation park operated by the Company totaled 10,174.0 MW, distributed in between 76 power plants, of which 11 are hydroelectric plants, one is a thermoelectric plant, and 64 are complementary — biomass plants, Small Hydroelectric Power Plants (PCHs), wind and solar plants. Regarding commercialization, the Company purchases and sells conventional and incentivized energy, with customers throughout the national territory. Additionally, since 2018, the Company operates in the energy trading market with the purpose of earning with the variation of energy prices within pre-established risk limits. Additionally, to support the decarbonization of ACL customers, ENGIE offers complementary solutions, such as carbon credits, certificates of electricity consumption from renewable sources (I-RECs) or special contracts to guarantee electricity free of emissions (ENGIE-REC), which are used for reducing or offsetting its greenhouse gases emissions (GHG).

In the transmission segment, ENGIE Brasil Energia has two Transmission Systems with partial operations, which together have 2.7 thousand kilometers of lines and 14 substations – six owned substations and nine substations connected to the System and operated by other companies.

In 2019, the Company entered the gas transportation segment through its jointly-controlled subsidiary Transportadora Associada de Gás ("TAG"), which is the largest natural gas carrier in Brazil. TAG has an infrastructure of 4.5 thousand kilometers of high pressure gas pipelines that goes across 10 Brazilian states and some 200 municipalities in the Southeast, Northeast and North regions – in the latter, in a stretch located between Urucu and Manaus, in the State of Amazonas.

Corporate Purpose

The Company's Corporate Purpose is: (i) conducting studies, projects, construction and operation of plants to produce electricity, as well as concluding acts of commerce resulting from these activities; (ii) participating in research relevant to the energy sector regarding the generation and distribution of electricity, as well as reservoir utilization studies for multiple ends; (iii) contributing to the qualification of the technical staff necessary to the electricity sector, as well as for the preparation of qualified workers through specialized courses; (iv) participating in entities whose purpose is the operational coordination of interconnected electrical systems; (v) participating in technical, scientific and corporate associations and organizations at the regional, national and international levels that are relevant to the electricity sector; (vi) collaborating to environmental preservation when conducting its activities; (vii) collaborating with programs regarding promotion of and incentive to the national industry of materials and equipment for the electricity sector, as well as their technical standardization and quality control; and (viii) participating, as a shareholder, in other companies in the energy sector.

Corporate Structure

The Company holds, directly or indirectly, 100% of a large part of its investments, except for the 48.75% interest in the operation in conjunction with Itá Energética S.A. (Itasa), 95% in the indirect subsidiary Ibitiúva Bioenergética S.A. (Ibitiúva) and 32.5% in TAG. In 2022, the most important changes in its ownership structure were the sale of the ENGIE Geração Solar Distribuída (EGSD), announced in February, and the acquisition of the Photovoltaic Complexes of Paracatu and Floresta, and of Maracanã Geração de Energia e Participações S.A. The Company's corporate organizational chart is detailed in item 6.5 of this Reference Form.

In addition, the Company holds, directly or indirectly - by means of its subsidiaries - interests in the following consortiums for the construction and/or operation of wind farms, when applicable:

(i) 19.28% in Machadinho Consortium (HPP Machadinho); (ii) 39.50% in Itá Consortium (HPP Itá); (iii) 40.07% in Estreito Energia Consortium (HPP Estreito); (iv) 72.90% in Andrade Consortium (TPP Ibitiúva Bioenergética); (v) 83.00% in Ferrari Consortium (Ferrari Thermal Plant); (vi) 100% in Trairi Consortium (Trairí Wind Complex); (vii) 50% in Faísa Trairí Consortium (Trairí and Santa Mônica Wind Complexes); (viii) 100% in Campo Largo I Consortium (Campo Largo Wind Complex); (ix) 100% in Campo Largo II Consortium (Campo Largo II Wind Complex); (x) 100% in Umburanas Consortium (Umburanas Wind Complex); and (xi) 100% in Santo Agostinho Consortium.

Operating segments and assets portfolio

We present below the scope of the Company's main operating segments in Brazilian territory.

1.2 Description of the main activities of the issuer and its subsidiaries

GENERATION

76 plants under operation

8,453.3 MW of own installed capacity

TRADING

3,676 GWh of energy sold

8.8% of the total traded amount

TRANSMISSION

2 Transmission systems totaling **2,700 km** of lines, 1.800 under operation and 900 under construction

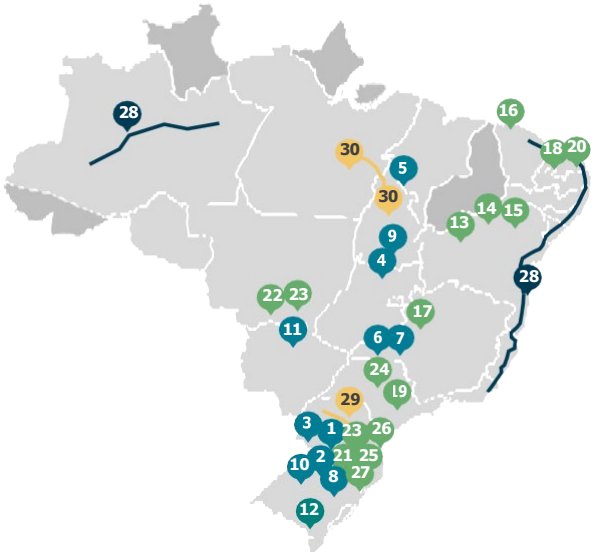
6 own substations

GAS TRANSPORTATION

32.5% of participation in TAG, acquired in 2019

4,500 km of gas lines in operation, in three Brazilian regions

Asset portfolio and location
(in 12.31.2022)



Legenda

1	Salto Santiago	16	Conjunto Trairi
2	Itá	17	Paracatu
3	Salto Osório	18	Floresta
4	Cana Brava	19	Ferrari
5	Estreito	20	Assu V
6	Jaguara	21	Lages
7	Miranda	22	Rondonópolis
8	Machadinho	23	José G. da Rocha
9	São Salvador	24	Ibitiúva
10	Passo Fundo	25	Tubarão 2
11	Ponte de Pedra	26	Nova Aurora
12	Pampa Sul	27	Tubarão
13	Conjunto Campo Largo II	28	Transportadora Associada de Gás (TAG)
14	Conjunto Umburanas I	29	Gralha Azul
15	Conjunto Campo Largo I	30	Novo Estado

1.3 Information related to the operating segments

a. products and services traded

The Company's segments of operation reflect its management, as well as its organizational and results monitoring structures, as summarized below:

- **Generation:** it is the Company's main business and includes the portfolio's electricity generation and sales activities. In the Parent Company, there are activities only in this operating segment.
- **Transmission:** The Company is the primary responsible for the construction and installation of the infrastructure related to the concession of Gralha Azul, Novo Estado and Gavião Real transmission Systems, being exposed to the risks and benefits of these constructions. The Company's operating activities in this segment were partially started in 2022. In the first quarter of 2023, both systems[1] were completely energized.
- **Trading:** this segment aims to obtain results through energy price changes within the preestablished risk limits. This segment's activities are conducted through subsidiaries ENGIE Trading Comercializadora de Energia S.A. (ENGIE Trading) and ENGIE Brasil Comercializadora de Energia Ltda. (EBC).
- **Painéis Solares:** development, wholesale and retail activities and the operation and maintenance of solar generators and panels conducted by the subsidiary ENGIE Geração Solar Distribuída (EGSD), divested subsidiary in 02.21.2022.
- **Gas Transportation:** the Company also operates in the gas market through its subsidiary, in conjunction with Transportadora Associada de Gás S.A. (TAG).

The reported amounts for each business segment result from the aggregation of subsidiaries, allocation of transactions per segment and business units defined in each segment's perimeter, as well as the annulment of transactions between segments.

The Company reports its information by segment, consistently with the internal report provided to its main decision-making body, the Executive Board. Based on the internal report, the Executive Board is responsible for assessing the performance of the Company's several segments and decide about the allocations of funds to be made to each of the business segments identified.

The Company's financial result and income tax are not allocated by segment, since the Management carries out the cash flow management in a corporate manner. The Executive Board is the principal manager of operations and it does not use balance sheet per segment for decision making and analysis of results from each segment. For this reason, the balance sheet per segment is not presented.

The Company regularly reviews the information of the segment related to the joint subsidiary TAG, based on its proportional share of revenue, profits, assets and liabilities to make decisions on the funds to be allocated to the segment and assess its performance. However, the Company's interest in the joint subsidiary is accounted for in the individual financial statements, which are consolidated at the equity method.

b. revenue from the segment and its share in the Company's net revenue

In R$ million	Year ended December 31,			
	2022		2021	
Segment	**Net revenue**	**% of total**	**Net revenue**	**% of total**
Generation and sale of energy from the portfolio	9,512	79.8	8,561	68.3
Transmission	1,703	14.3	2,836	22.6
Energy Trading	685	5.8	1,113	8.9
Solar panels	7	0.1	31	0.2
Total	**11,907**	**100**	**12,541**	**100**

[1] The Novo Estado and Gralha Azul Transmission Systems have been fully energized on 02.27.2023 and 02.19.2023, respectively.

1.3 Information related to the operating segments

c. income or loss from the segment and its share in the Company's net income

In R$ million	Year ended December 31,			
	2022		2021	
Segment[1]	Operational result	% of total	Operational result	% of total
Generation and sale of energy from the portfolio	4,467	77.1	4,118	84
Gas Transportation[2]	727	12.5	602	12.3
Transmission	571	9.8	263	5.4
Energy Trading	10	0.2	15	0.3
Solar panels	25	0.4	(100)	-2.0
Total	**5,800**	**100.0**	**4,898**	**100.0**

(1) The Company's financial results are not allocated per segment, since Management manages cash flow in a corporate manner.

(2) The result of the gas transportation segment stems from the joint subsidiary TAG and it is recognized in the Company's financial statements at the equity method.

1.4 Production/Commercialization/Markets

a. characteristics of the production process

a.1) Electric energy production

The Company's generating park is composed of hydroelectric and thermal power plants, small hydroelectric power plants, wind farms, photovoltaic solar plants and biomass plants. These plants are located in the States of Santa Catarina, Paraná, Rio Grande do Sul, Mato Grosso, Mato Grosso do Sul, Minas Gerais, Goiás, Tocantins, Maranhão, São Paulo, Ceará, Rio Grande do Norte and Bahia.

On December 31, 2022, the Company's generating complex in operation comprised 76 plants, with the Company owning the total installed capacity of 72 of them, directly or indirectly, through its subsidiaries, while in 4 of them the Company participated through consortiums, therefore not holding the total installed capacity.

In regards to the generating park, the main change that occurred in the year 2022, comparing to 2021, was the acquisition of Paracatu and Floresta Photovoltaic Complexes, contributing to an increase of 218 MW in renewable energy.

Generating Complex									
Usina	**Type**	**Location**	**Installed capacity (MW)**		**Physical guarantee[8] (average MW)**		**Generating units(s)**	**Beginning of operations (year)**	**Final concession/ autorization date**
			Total	**Companies part**	**Total**	**Companies part**			
Itá [1]	Hydroelectric	Rio Uruguai (SC e RS)	1.450.0	1.126.9	704.5	526.74	5	2000	2032
Salto Santiago	Hydroelectric	Rio Iguaçu (PR)	1.420.0	1.420.0	702.2	702.2	4	1980	2030
Machadinho [1]	Hydroelectric	Rio Uruguai (SC e RS)	1.140.0	403.9	519.8	138.02	3	2002	2035
Estreito [1]	Hydroelectric	Rio Tocantins (TO e MA)	1.087.0	435.6	610.13	244.09	8	2011	2043
Salto Osório	Hydroelectric	Rio Iguaçu (PR)	1.090.8 [7]	1.090.8	477.5	477.5	6	1975	2031
Cana Brava	Hydroelectric	Rio Tocantins (GO)	450.0	450.0	247.8	247.8	3	2002	2036
Passo Fundo	Hydroelectric	Rio Passo Fundo (RS)	226.0	226.0	107.5	107.5	2	1973	2031
São Salvador	Hydroelectric	Rio Tocantins (TO)	243.2	243.2	140.8	140.8	2	2009	2040
Ponte de Pedra	Hydroelectric	Rio Correntes (MT)	176.1	176.1	127.6	127.6	3	2005	2037
Jaguara	Hydroelectric	Rio Grande (SP e MG)	424.0	424.0	324.0	324.0	4	1971	2048
Miranda	Hydroelectric	Rio Araguari (MG)	408.0	408.0	188.3	188.3	3	1998	2048
Total - Hydroelectric			**8.115.1**	**6.404.5**	**4.150.23**	**3.224.55**			
Pampa Sul	Thermoelectric	Candiota (RS)	345.0	345.0	323.5	323.5	1	2019	2050
Total - Thermoelectric			**345.0**	**345.0**	**323.5**	**323.5**			
Ferrari Termoelétrica	Biomass	Pirassununga (SP)	80.5	80.5	25.6	25.6	5	2009	2042
Ibitiúva Bioenergética [1]	Biomass	Pitangueiras (SP)	33.0	22.9	10.3	7.4	1	2010	2030
Lages Bioenergética	Biomass	Lages (SC)	28.0	28.0	12.7	12.7	1	2003	2032
Rondonópolis	PCH	Ribeirão Ponte de Pedra (MT)	26.6	26.6	14.0	14.0	3	2007	2032

1.4 Production/Commercialization/Markets

José Gelázio da Rocha	PCH	Ribeirão Ponte de Pedra (MT)	24.4	24.4	11.9	11.9	3	2007	2032
Assú V	Solar	Assú (RN)	34.0	34.0	9.2	9.2	3	2017	2051
Complexo Eólico Trairí (2)	Eólica	Trairi (CE)	212.6	212.6	88.3	88.3	86	2013 to 2017	2041 to 2045
Complexo Eólico Campo Largo (3)	Eólica	Sento Sé e Umburanas (BA)	326.7	326.7	161.1	161.1	121	2018	2050 to 2052
Complexo Eólico Campo Largo II (4)	Eólica	Sento Sé e Umburanas (BA)	361.2	361.2	192.5	192.5	86	2021	2054
Complexo Eólico Umburanas (5)	Eólica	Sento Sé (BA)	360.0	360.0	213.3	213.3	144	2019	2049 to 2050
Nova Aurora	Solar	Tubarão (SC)	3.0	3.0	0.25	0.25	3	2014	N/A (6)
Tubarão P&D	Eólica	Tubarão (SC)	2.1	2.1	0.3	0.3	1	2015	N/A (6)
Tubarão P&D 2	Eólica	Tubarão (SC)	4.2	4.2	0.6	0.6	1	2021	N/A (6)
Conjunto Fotovoltaico Paracatu	Solar	Paracatu (MG)	132.0	132.0	34	34	4	2019	2051
Conjunto Fotovoltaico Floresta	Solar	Areia Branca (RN)	86.0	86.0	25.10	25.10	3	2017/18	2051
Total - Complementary			**1,714.3**	**1,704.2**	**799,15**	**796,25**			
Total			**10,174.4**	**8,453.7**	**5,272.9**	**4,344.3**			

(1) Participation in consortium.
(2) The complex comprises eight wind farms.
(3) The complex comprises eleven wind farms.
(4) The complex comprises eleven wind farms.
(5) The complex comprises eighteen wind farms.
(6) For generation wind farms with potential equal to or lower than 5 MW, the applicable legal instrument is the registration.
(7) Total capacity of UHE Salto Osório considering the repowering of UG5.
(8) Physical Warranties valid for the year 2023 (Ordinance Nº 709/GM/MME, of 12/30/2022, Ordinance 1.672 of 09/29/2022 Ordinance Nº 1.851/SPE/MME, of 12/13/2022)

All Company Plants hold valid authorizations or concession grants.

The total operated installed capacity on December 31, 2021 - considering plants under direct or indirect control of the Company and the total energy in consortium plants (HPP Itá, Machadinho and Estreito, and Biomass plant Ibitiúva Bioenergética) – amounts 10,174.4 MW, of which 79.8% stem from hydroelectric, 3.4 % of thermoelectric and 16.8 % from plants whose energy is produced from complementary sources.

a.2) Generation Index

The Company's total energy generation in the year 2022, was 43,913 GWh (5,012.9 average MW). This amount was 15.82% higher than in 2021 (37,916 GWh – 4,328 average MW).

Of this total, hydroelectric plants accounted for 36,512 GWh (4,168.0 average MW), 34.0% higher production in 2021. This increase in generation is due to the higher generation verified from April 2022, specially in May and June.

In thermal plants, production was 1,134 GWh (129 average MW), 78.4% lower than the production in the same period in 2021, due to the sale of Jorge Lacerda Thermal Complex.

1.4 Production/Commercialization/Markets

Plants classified as complementary produced a total of 6,266 GWh (715 average MW) in 2022, 15.81% higher than total production during the same period in 2021. The increase in produced volume is mainly a consequence of the beginning of commercial operation of Campo Largo II Wind Complex, which produced 1,562 GWh (178 average MW), amount 57% higher than in 2021. Solar energy also contributed to the increase in production in complementary plants, mainly with the participation of the Photovoltaic Complexes of Paracatu and Floresta, which were integrated to the portfolio at the end of the first quarter of 2022.

It is important to highlight that the increase in the Company's hydroelectric power generation does not necessarily result in the improvement of its economic and financial performance. Likewise, a reduction in this type of generation does not necessarily imply the deterioration of its economic and financial performance. This is due to the application of the Energy Reallocation Mechanism (MRE), which shares the hydrological risks inherent to hydroelectric generation among its participants. In relation to the Company's thermoelectric generation, its reduction may increase (due to the Company's contracting level) the exposure to the Differences Settlement Price (PLD), and the opposite is also true, with other variables remaining unchanged.

a.3) Gross generation measured (GWh)

Plants	12.31.2022	12.31.2021
UHE Estreito (UHET) (in consortium)	4,221	4,568
UHE Itá (UHIT) (in consortium)	7,068	4,708
UHE Salto Santiago (UHSS)	7,358	4,625
UHE Machadinho (UHMA) (in consortium)	5,214	3,346
UHE Salto Osório (UHSO)	4,832	3,247
UHE Jaguara (UHJA)	2,202	1,715
UHE Miranda (UHMI)	1,134	726
UHE Cana Brava (UHCB)	1,518	1,634
UHE Ponte de Pedra (UHPP)	1,139	1,112
UHE São Salvador (UHSA)	1,002	978
UHE Passo Fundo (UHPF)	825	583
Hydroelectric plants – Subtotal	**36,512**	**27,243**
Complexo Termelétrico Jorge Lacerda (CTJL)	-	3,698
UTE Pampa Sul (UTPS)	1,134	1,565
Thermoelectric plants - Subtotal	**1,134**	**5,263**
Conjunto Eólico Umburanas	1,713	1,643
Conjunto Eólico Campo Largo	1,153	1,225
Conjunto Eólico Campo Largo 2	1,562	995
Conjunto Eólico Trairí	685	815
UTE Ferrari Termelétrica (UTFE)	336	385
UTE Ibitiúva Bioenergética (UTIB) (in consortium)	132	107
Usina de Cogeração Lages (UCLA)	123	57
UFV Assú (FVAE)	76	74
PCH Rondonópolis (PHRO)	56	55
PCH Engenheiro José Gelazio da Rocha (PHJG)	53	51
UFV Nova Aurora (UFNA)	2	2
EOL Tubarão P&D (UETB)	-	1
EOL Tubarão 2 P&D (UTB2)	5	-
Complementary sources plants - Subtotal	**6,266**	**5,410**
Total	**43,913**	**37,916**

1.4 Production/Commercialization/Markets

Plants' internal and total availability, disregarding the Jorge Lacerda Thermoelectric Complex (sold in 2021), are presented below:

Year	Internal Availability	Total Availability (Internal + External)
Year 2022	92.48%	91.0%
Year 2021	92.37%	90.8%

In 2022, the Internal Availability, which considers just the internal occurrences of power plants, was 92.48% for all the set of power plants of the Company, being 95.20% in the hydroelectric power plants, 48.28% in the Pampa Sul Thermoelectric Power Plant, and 88.43% in complementary source power plants.

On the other hand, Total Availability, which also considers occurrences that are external to the power plants, reached 91.0%, being 93.4% in the hydroelectric power plants, 48.2% in Pampa Sul Thermoelectric Power Plant, and 88.4% in complementary source power plants.

Comparing 2022 with the previous year, there was a slight increase of 0.1 p.p. in global availability due to the increase of 0.3 p.p. in the availability of hydroelectric power plants, and of 0.8 p.p. in the complementary plants. At the Pampa Sul Thermoelectric Power Plant, there was a reduction of 4.0 p.p.

The increase in the availability of hydroelectric power plants and complementary plants is mainly due to the high index of UHE Jaguara and Lages Cogeneration Power Plant, respectively, which underwent maintenance works in 2021.

At UTE Pampa Sul, the reduction was influenced by unavailability due to maintenance works carried out to take advantage of the low demand for thermal generation dispatch, due to the high availability of water resources in the System.

a.4) Information on the Company's generation processes

a.4.1) Hydroelectric Generation

Electricity generation from hydroelectric plants is the most used generation method in Brazil, and it is associated with river flow, amount of water available in a certain period of time, as well as the height of its falls. The larger the volume, water speed and height of falls, the larger its potential for electricity generation.

Hydroelectric power is considered a clean and renewable source, since water, after turning the turbines, goes back to the riverbed without suffering any type of decay.

1.4 Production/Commercialization/Markets

a.4.2) Thermal Generation

Thermal plants produce electricity from the thermal energy released from chemical or nuclear reactions. Thermal electricity is produced by a generator powered by a turbine. The latter, in turn, depending on the setup, can be directly turned by the gases stemming from fuel burning, or even the steams produced in a boiler with water, which is heated by chemical or nuclear reactions.

The fuels most used to move, directly or indirectly, thermal plant generators derive from petroleum (diesel, fuel oil and asphalt waste), from mineral coal, from natural gas and from nuclear fuels.

a.4.2.1) Cogeneration Units

Cogeneration is a technology developed with the purpose of obtaining more energy efficiency in the production of thermal plants. This efficiency is sought after due to the fact that most of the energy found in the fuel used in generators is turned into heat and lost to the environment, and part of the fuel energy is turned into electricity.

In cogeneration, the heat produced in the generation of electricity is also partially used in industries or buildings (commercial, residential, etc.) that need heat (steam or hot water) in their production process. Therefore, the consumer saves on the fuel that would be needed to produce heat. Energy efficiency in cogeneration is much higher than other generation sources.

Furthermore, in cogeneration processes, the use of environmentally friendly fuels is common; they are called biomass, and examples include sugarcane bagasse, rice husk, wood waste and others.

a.4.2.2) Energy generation and sugarcane biomass

The biomass energy generation unit is similar to a cogeneration unit, the only difference being the generation of energy solely for the National Interconnected System. Due to the fuel source used, this generation unit must be located close to a sugar or ethanol plant, in order to use production waste.

a.4.3) Wind Power Generation

Wind power generation is considered a clean and renewable source of energy. The energy is generated through wind turbines that use wind power for energy generation.

a.4.4) Solar Photovoltaic Generation

This energy occurs through a system of photovoltaic cells, built out of materials that turn sun energy directly into electricity.

a.4.5) Risks of production interruption

Energy production is directly linked to the performance of the plants' equipment. Interruption of production can occur due to failure or unavailability for maintenance.

Risks inherent to the Company's production process can be expressed by the following performance indicators: rate of failure and unavailability of generating units. Unavailability can be classified in two main groups: scheduled and forced.

Scheduled unavailability arises from downtime for maintenance of generating units, following strict schedules that are previously negotiated with the National Electric System Operator, aimed at minimizing or avoiding impact on the electric system. Therefore, its impact on the Company's business can be considered as extremely low risk, or even no risk at all.

Forced unavailability arises arising from inadvertent interruptions that cause or require downtime in the generating unit or partial limitation of the energy production capacity.

The failure rate states the occurrence of forced shutdowns. The analysis of this index takes into consideration the origin of the failure and its impact on the electric system, which can be external to or inside the facilities.

According to the strategy for taking out insurance, the Company has coverage against loss of profits caused by incidents resulting from the interruption of energy production.

1.4 Production/Commercialization/Markets

a.4.5.1) Risks of production interruption – CCEAR Reimbursements – Trairi, Campo Largo and Umburanas wind complexes

These plants entered into contracts per availability, which provide for payment of a fixed revenue by distribution companies regardless of monthly generation. The reimbursement calculation takes into account the difference between generation (energy delivered), which is impacted by the wind regime, and the contractual amount sold.

a.4.6) Information on the gas transportation activity conducted by the joint subsidiary TAG

In addition, the Company operates in the gas transportation segment through its joint subsidiary Transportadora Associada de Gás S.A. (TAG). More information can be found in item 6.5 of this Reference Form.

b. characteristics of the distribution process

The Company is not responsible for the distribution of the energy it generates and supplies to its customers. The distribution of electricity produced by the Company's plants to meet customer demand is the responsibility of transmission and distribution companies of the National Interconnected System, in compliance with the sector's standards, as mentioned below in item 7.6 of this Reference Form.

On December 15, 2017, the Company entered the transmission segment by acquiring a lot of lines with extension of approximately 1,000 kilometers, connected to five substations located in the State of Paraná, through Aneel Transmission Auction no. 002/2017, held by Aneel. The term for this service concession, including construction, assembly and maintenance of transmission facilities, is 30 years, counted as from the date the contract was signed. The term for beginning of operations is March 9, 2023.

On March 3, 2020, after complying with conditions precedent established in the purchase agreement, the operation for the acquisition of 100% of Novo Estado's shares was concluded; Novo Estado holds the concession of Lot 3 of Aneel Transmission Auction no. 002/2017, carried out in December 2017. The purpose of said concession is the construction, operation and maintenance of approximately 1,800 kilometers of transmission lines, a new substation and the expansion of three other existing substations in the States of Pará and Tocantins for a period of 30 years. On February 27, 2023 the Company finalized the implementation of the Novo Estado Project.

c. characteristics of operation markets

c.1) Operation Markets

The Company conducts its business based on a model of responsible growth in order to face the main challenges posed by energy transition for a low-carbon economy: access to sustainable energy, mitigation and adaptation with regards to climate change, security of supply and rational use of resources.

The Company operates predominantly in the Brazilian market, with small indirect operations in the foreign market. The Company is one of the main energy traders in the Free Market - ACL, with approximately 9.7% market share in energy trading for final consumers.

On December 31, 2022, in Brazil, the Company served free consumers in the States of Acre, Alagoas, Amazonas, Bahia, Ceará, Espírito Santo, Goiás, Maranhão, Mato Grosso, Mato Grosso do Sul, Minas Gerais, Paraíba, Pará, Paraná, Pernambuco, Piauí, Rio de Janeiro, Rio Grande do Sul, Rio Grande do Norte, Rondônia, Santa Catarina, Sergipe, São Paulo, Tocantins and the Federal District, besides controlling distribution companies in all regions of the country, as well as energy traders.

The rules and legislation applicable to the electricity market in Brazil are mentioned in item 1.6 of this Reference Form.

c.1.1) Tax Benefits

The Company benefits from tax incentives in the region of the Superintendency for Development of the Amazon - SUDAM - HPP Ponte de Pedra (until 2026) and HPP São Salvador (until 2024), which reduce corporate income tax - IRPJ by 75%.

In addition, the joint subsidiary TAG is a beneficiary of tax incentives that reduce corporate income tax and non-refundable additional amounts by 75%, calculated based on profit from operation for incentivized ventures located within the areas subject to SUDAM and the Superintendency for Development of the Northeast - SUDENE.

1.4 Production/Commercialization/Markets

c.1.2) Relationship with Suppliers

The Company's main suppliers are connected to fuel supply for the generation of electricity, that is, suppliers of coal, diesel and biomass, and they are presented in item 1.4.e.i of this Reference Form.

The Company also has many suppliers of fixed assets due to the construction of its plants, and there are no long-term partnerships with such suppliers.

The selection criteria for suppliers reflect the Company's commitment to the fight against corruption, respect for human rights and environmental preservation. The Company does not tolerate child, forced or compulsory labor and reserves the right to not maintain a commercial relationship with entities that adopt any of these practices, also assuming the commitment to bringing to the knowledge of the authorities any cases it might become aware of in the conduction of its operations.

c.1.3) Relationship with Customers

The Company has established the diversification of its customer base as part of its business strategy, with a focus on free consumers. This segment's share in the Company's portfolio was 44% and 48% of total physical sales in the years 2022 and 2021, respectively.

It is a Company's strategy to maintain the share of the free consumer segment in its portfolio of contracts. To this end, it aims to meet the energy needs of each customer's production process, through customized sales contracts, with different alternatives in terms of consumption flexibility, delivery time and other commercial conditions.

One of the main instruments for customer retention used in the past years was the continuity of the "Customer Relationship Program", which consists of a wide range of initiatives, such as visits to the Company's plants, sponsorship of events in the electricity sector and the "ENGIE Meetings", which are events with presentations on subjects of interest to the customers', with emphasis on economy, politics and energy market. Due to the pandemic, in 2021 in-person actions for customer and business partner relationships were largely adapted to digital interactions.

In addition to initiatives of direct relationship with customers, the Company also focus on the digital experience of clients. The Energy Place, the first digital platform for commercialization of energy in Brazil' Free Market, completed two years of existence in November. As a pioneering initiative for small and midsize companies, until 2022 it registered more than 320 operations closed. Energy Place encompasses an energy e-commerce and the Customer and Manager Portal, which was developed to provide information, register the history of consumption, and serve as a fully digital relationship and services channel.

The result of the Company's commercial actions and customer retention programs is, among others, assessed biannually through the "Customer Satisfaction Survey", carried out through a digital platform. The most recent survey, carried out in December 2022, indicated a 91% rate of satisfied and very satisfied customers, while in December 2021, the rate was 90%.

The Company's goals in the commercial area are: (i) promoting optimization and efficiency of customers' portfolio by granting flexible price, terms and conditions; (ii) maintaining a solid relationship with customers and striving for a closer relationship with them; (iii) having more long-term cash flow predictability, aiming to obtain a larger consumer market share, executing contracts both in the regulated and the free markets; and (iv) taking advantage of possible short-term business opportunities as a means to maximize the Company's results.

c.2) share in each market

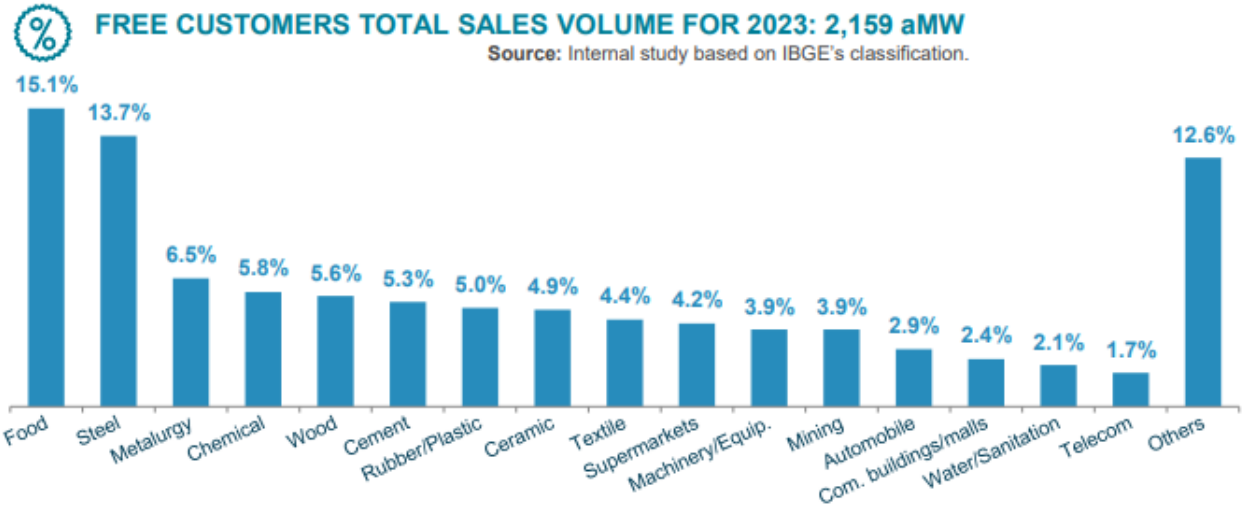
The Company has a diversified customer portfolio composed of electricity distribution companies, free consumers and electricity trading companies in all Energy Submarkets in Brazil.

1.4 Production/Commercialization/Markets

A receita líquida de vendas da Companhia composta por natureza de clientes é a seguinte:

	12.31.2022		12.31.2021	
In R$ million	**Amount**	**%**	**Amount**	**%**
Distribution companies	4,162	35.0	3,541	28.2
Free consumers	3,421	28.6	3,130	25
Construction revenue	914	7.7	2,155	17.2
Energy trading operations	682	5.7	1,056	8.4
Trading companies	865	7.3	595	4.7
Remuneration of concession assets	1,240	10.4	1,237	9.9
Transactions in the short-term market	352	3.0	594	4.7
Services rendered revenue	175	1.5	129	1.0
Other revenues	96	0.8	104	0.9
	11,907	**100**	**12,541**	**100**

Among free consumers served by the Company, on December 31, 2022 companies from the following sectors can be highlighted:



On December 31, 2021, the Company provided energy to more than 2,700 consumer units on the Free Market, located in many Brazilian states, as mentioned before.

The price of electricity sales in bilateral contracts executed between the Company and free consumers are freely negotiated. In compliance with Law No. 10.848 of March 15, 2004, all new sales to distribution companies are carried out through auctions regulated by the Federal Government, aiming at the lowest purchase price.

1.4 Production/Commercialization/Markets

Bilateral contracts feature a mechanism aimed at protecting the Company from supply payment defaults, such as Bank Letter of Guarantee and Surety Bond, resulting in almost no default in the customer portfolio. Furthermore, as a means to inhibit termination from buyers, bilateral contracts provide for termination fines that take into consideration the remainder of the contractual term.

All long-term energy sales contracts are adjusted annually according to the General Market Price Index - IGP-M and the Extended Consumer Price Index -IPCA, or a combination of the two.

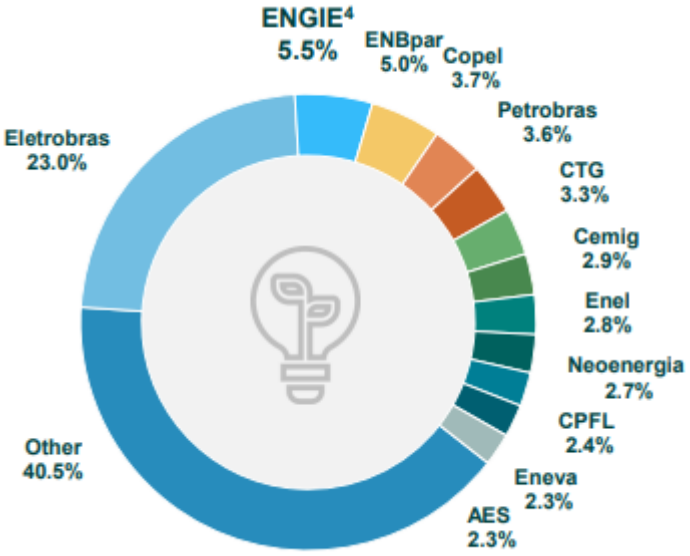
c.3) conditions of market competition

On December 31, 2022, total installed capacity operated by the Company was 10,174.4 MW, operating a generating park of 9,939.4 MW. The Company's main competitors, with government control, were: Cemig, Copel, Itaipu and Petrobras, besides the following privately controlled companies: AES, CPFL, CTG, Eletrobras, ENEL, Eneva, Neoenergia, among others.

The Company's main customers are distribution companies, free consumers and electricity traders located in the Southern, Southeaster, Northeastern and Midwestern regions of Brazil.

c.4) Position in the competitive market

ENGIE Brasil Participações Ltda. holds the shareholding control of the Company. It is a company organized in Brazil and a subsidiary of ENGIE Economic Group, with headquarters in France. ENGIE Group in Brazil is the largest Brazilian private generator in the electricity sector, accounting for approximately 5.5% (information based on data as of December 31, 2022) of the country's installed capacity.



The Company's generating portfolio is compatible with the desired level of risk and allows for the formation of competitive prices. The location of plants (South, Southeast/Midwest, North and Northeast) reduces the submarket risks.

The Company's diverse customer portfolio includes energy distribution companies, traders and free consumers (mostly large industrial and commercial consumers) under customized contracts, flexible in terms of volume, terms and supply conditions. In addition, in the free consumers segment, the Company adopts the strategy of sales diversification in different industrial and commercial sectors.

The Company maintains a close relationship with its customers, which allows it to detect their needs and develop customized products and services that contribute to their retention.

The Company's competitive position is also conveyed by its presence in new business areas, such as cogeneration and generation from alternative sources (complementary energy, such as wind, biomass, small hydroelectric power plants and solar energy), using the advantages resulting from its operation of plants of different sizes and characteristics, and using different energy sources.

1.4 Production/Commercialization/Markets

The Company’s business philosophy is built around meeting the customers’ needs, always aiming to establish lasting and constructive business relationships.

1.4 Production/Commercialization/Markets

The Company also benefits from the synergies generated between other companies in the ENGIE Group. Both the expansion process and the entry in new strategic markets are supported by the Group's solid organizational and financial structures and the vast international experience of its managers.

d. possible seasonality

There is no relevant impact of seasonality on consolidated sales of electricity. The Company's physical guarantee is already largely hired for the next years. Cancelled contracted energy should be gradually negotiated in subsequent years and, in case it is not contracted, it may be negotiated through short-term bilateral transactions or settled in the Short-Term Market (CCEE).

In addition, the Company counts on other risk management tools, such as the seasonality of the physical guarantee of its hydroelectric generation park, besides generating complementarity among its many plants.

e. main inputs and raw materials:

The main raw materials of the Company's energy matrix are the water resources used in the energy developments where it holds concessions from regulatory agencies. Within its energy matrix, there other sources of energies, among which we highlight the use of the following inputs and raw materials: mineral coal, fuel oil, diesel oil and biomass.

e.1) Description of relationships with suppliers, including whether they are subject to government control or regulations, with indication of the agencies and respective applicable legislation

e.1.1) **Mineral coal**

The Company's mineral coal generating park has an installed capacity of 345.0 MW, which comprises the Pampa Sul Thermal Plant (Pampa Sul).

The Plant uses ore coal as fuel to generate electricity, and the Company has a contract for coal supply valid until 2029, expected to be renewed for another 15 years, until 2044. The contracted coal mine has a capacity of 2,800,000 tons per year and provides coal exclusively to Pampa Sul. In case the mine does not observe its operating requirements, it may be shut down and prevented from supplying coal. Changes in legislation may also affect the mine's operation and make the business impossible.

Besides coal, calcitic and dolomitic lime are added, which are used to reduce emissions of polluting substances - Nitrogen Oxides (NOx) and Sulfur oxides (SOx) - and increase combustion efficiency. Diesel is used as a secondary fuel in the generation process. By burning coal and lime in the boiler, water is heated to produce steam and, as soon as temperature and pressure conditions are reached, energy generation occurs.
The Plant is connected to the Candiota substation through transmission lines, with no connection to the National Interconnected System (SIN). Finally, as a waste product of the thermal generation process, the production of 564 thousand tons/year of light ash is estimated.

e.1.2) **Biomass**

The Lages Cogeneration Unit consumes biomass originated from the wood industry in the central region of the State of Santa Catarina, having been conceived as a sustainable and environmentally-friendly alternative for waste disposal in the process, allowing for the trading of carbon credits. The plant's basic supply is ensured by approximately twenty (20) mid-term contracts, with five (5) year terms, where the prices of acquired inputs (sawdust, chips, slabs, barks, etc.) are priced according to their energy content and subject to annual revision, negotiated in light of the market reality.

In parallel to these regular biomass purchases, the Lages Plant makes complementary purchases in the region's spot market, thus contributing to the management of inventories kept there. Complementary purchases minimize the impacts of supply seasonality that characterize the extraction, processing and manufacturing of forestry inputs.

In other units that use this fuel, TPS Ibitiúva and TPS Ferrari, biomass supply is the responsibility of the consortium companies, Andrade and Ferrari Agro, respectively, and the supplied amount is associated with the Plant' generation.

1.4 Production/Commercialization/Markets

e.2) eventual dependence on few suppliers

As mentioned in item 1.2. e) i. referred to above, possible dependence on few input and raw material suppliers may occur due to supply limitations, mainly as a result of the Brazilian electricity sector operating characteristics

e.3) eventual price volatility

Volatility of input and raw material prices is related to the fluctuation of inflation, exchange and price indexes that adjust the contracts, as mentioned in item 1.2. e) i. above.

1.5 Main customers

a. total revenue from customers

The Company does not have revenue from customers those accounts for more than 10% of its net sales revenue, regarding financial statements.

b. Operating segments affected by revenue from customers

Not applicable.

1.6 Relevant effects of state regulations

a. need for government authorization for carrying out activities and history of relationship with the public administration sector to obtain such authorizations

a.1) Government concessions, permissions and authorizations

The companies or consortiums that wish to build and/or operate hydroelectric generation facilities with power above 50 MW, transmission and distribution of energy in Brazil must take part in public bidding procedures. Companies or consortiums that wish to engage in trading, hydroelectric generation with power above 5 MW and equal to or lower than 50 MW, or thermal generation with power above 5 MW must request authorization or permission from the Ministry of Mines and Energy (MME) or to Aneel, depending on the case. Concessions, authorizations and permissions grant the right to generate, transmit and distribute electricity within a certain concession area for a set period of time. This period is limited to 35 years for new generation concessions and 30 years for new transmission and distribution concessions. According to this rule, generation concessions prior to December 11, 2003 could be extended for an additional period of twenty (20) years, at the discretion of the Granting Authority, pursuant to legislation. More recent concession contracts do not provide for the possibility of extension.

The publication of Provisional Measure No. 579, of September 11, 2012, converted into Law No. 12.783, of January 11, 2013, represents a new milestone with regards to extension of concessions. According to this rule, generation concessions granted before the publication of Law No. 8.987/1995 that were not subject to a public bidding procedure, may be extended, at the discretion of the Granting Authority, one single time, for a period of up to 30 years. The extension depends on the express acceptance of the concessionaire of the following: (i) tariffs calculated by Aneel; (ii) allocation of quotas of physical guarantee of energy and power to the distribution companies in the National Interconnected System - SIN; and (iii) compliance with service quality standards set by Aneel.

Due to uncertainties regarding the renewal of concessions held by the Company and the conditions for renewal, prudence must be observed in defining accounting procedures; for this purpose, we take into account the term for depreciation of assets that are part of the original project of the first period of concession of assets , since, according to interpretation of the specific legislation, there is no certainty with regard to indemnity of investments not yet amortized by the Granting Authority at the end of the concessions.

The Concessions Law sets forth, among other provisions, the conditions the concessionaire must comply with to provide energy services, consumers' rights, as well as the obligations of the concessionaire and the Granting Authority. Furthermore, the concessionaire must comply with current regulatory standards for the electricity sector. The main provisions of the Concessions Law are summarized below:

- **adequate service:** the concessionaire must provide adequate service so as to meet standards of regularity, continuity, efficiency, safety, timeliness, generality, courtesy in the provision of service, tariff affordability and access to the service.
- **strict liability:** the concessionaire is liable for all direct and indirect damages arising from the provision of its services, regardless of fault.
- **change in shareholding control:** the Granting Authority must approve any direct or indirect change in the concessionaire's shareholding control.
- **intervention by the Granting Authority:** the Granting Authority may intervene in the concession in order to ensure the adequate performance of services and full compliance with applicable contractual, regulatory and legal provisions in case the concessionaire fails to comply with its obligations.
- **reversion upon contractual term:** reversion upon the contractual term will be carried out with compensation of the portions of the investment linked to reversible assets, not yet amortized or depreciated, that were carried out with the purpose of ensuring continuity and timeliness of the service granted.
- **electricity production by Independent Producers and Self-producers**: at the end of the term of the concession or authorization period, assets and facilities made for independent generation and self-production of electricity in hydroelectric developments will become part of the Federal Government's assets upon indemnity of investments not yet amortized. In order to determine the indemnification due, the amount of subsequent investments, approved and made and nor foreseen in the original project will be taken into account, as well as depreciation ascertained through an audit by the Granting Authority. In the case of thermal plants, indemnity for investments made is not due, although the Independent Producer or Self-producer is ensured the right to remove them.

1.6 Relevant effects of state regulations

- **early termination of concession:** the termination of the concession contract may be advanced through expropriation, forfeiture, termination, annulment and/or bankruptcy or extinction of the concessionaire, and death or legal incapacity of the holder, in the case of an individual company. Expropriation consists of the early termination of the concession for reasons regarding public interests, upon indemnity; forfeiture consists of the resumption of the activity and the granted assets by the Granting Authority after an administrative proceeding that ensures all rights and guarantees of "legal due process", in which it has been proved that the concessionaire, without legal justification: (i) failed to provide the service adequately or in full, based on the rules, criteria, indicators and standards that define quality of service; (ii) failed to adequately comply with its obligations set in the concession agreement or legal or regulatory provisions regarding the concession; (iii) suspended the service or contributed for such, except for cases of unforeseeable circumstances or force majeure; (iv) no longer has the technical, financial or economic capacity to provide providing adequate services; (v) did not comply with penalties imposed by the Granting Authority; (vi) did not obey with the notice issued by the Granting Authority to normalize the service provision; and (vii) was found guilty by a final and unappealable judgment of tax evasion, including contributions. The concessionaire is entitled to indemnity, a posteriori, for its investments in reversible assets that have not yet been fully amortized or depreciated, after deduction of any fines and damages due by the it.

  Finally, contractual termination may be carried out by mutual agreement between the parties as a result of a final and unappealable court decision rendered within a proceeding filed by the concessionaire.

Considering only the interpretation of the previously mentioned legislation, according to which there is no guarantee of indemnity by the Granting Authority of the residual value of goods that are part of the original project at the end of the concession or authorization period for hydroelectric ventures, and in line with the exercise of prudence, as from January 1, 2007, the Company started to depreciate its assets in accordance with rates set by Aneel, limiting them to the concession term, although the legislation and contracts provide for the possibility of concession renewal. It should be mentioned that fixed assets acquired until January 1, 2007 were subject to the adoption of deemed cost, based on the assessment of their fair values on January 1, 2009, the date of transition to the International Financial Reporting Standards and the new accounting pronouncements established by the Accounting Pronouncements Committee (CPC).

a.1.1) Penalties Applicable to Concessionaires

Aneel's regulations provide for sanctions and penalties against agents in the electricity sector and classifies penalties based on the nature and severity of the breach (including warnings, fines, works embargo, interdiction of facilities, temporary suspension of the right to take part in public bidding procedures for new concessions, permissions or authorizations, prohibition to contract with Aneel and to receive authorization for electricity services and facilities, withdrawal or suspension of authorization for commercial operation, administrative intervention and forfeiture).

For each violation, fines can go up to 2% of revenues obtained from electricity sales and provision of services - after deduction of ICMS and ISSQN taxes - by concessionaires, regarding the period of 12 months immediately before the notice of infraction. Some of the infractions that may result in fines refer to the agent's failure to apply for Aneel's approval:

- signing of the contract between the parties in cases provided for in regulations;
- sale or assignment of assets related to services provided, as well as the imposition of any encumbrances (including any form of guarantee, security, surety, pledge or mortgage) on revenue from energy services; and
- changes in the bylaws, transfer of shares that entail a change in shareholding control, as well as the concessionaire's corporate restructuring.

In the case of contracts signed between related parties, Aneel may impose, at any time, restrictions to its terms and conditions and, in extreme circumstances, impose its termination.

1.6 Relevant effects of state regulations

a.1.2) Concessions and Authorizations

The Company and its subsidiaries hold the following concessions and authorizations for exploration of electricity:

a.1.2.1) Concessions for the transmission of hydroelectric energy

Concessions	Concession holder	Date of the act	Expiration
Lot 01 Auction n° 2/2017 (Paraná) (*)	Gralha Azul Transmissão de Energia S.A.	03/08/2018	03/08/2048
Lot 03 Auction n° 2/2017 (Pará and Tocantins) (**)	Novo Estado Transmissora de Energia S.A.	03/08/2018	03/08/2048
Lot 07 Auction n° 2/2022 (Pará)	Gavião Real Transmissora de Energia S.A.	09/30/2022	09/30/2052

(*) ENGIE won Lot 01 in Transmission Auction No. 2/2017, held on December 15, 2017, whose concession contract was only signed on March 8, 2018.
(*) ENGIE acquired Novo Estado on March 3, 2020, which held Lot 03 of Transmission Auction No. 2/2017, held on December 15, 2017, whose concession contract was only signed on March 8, 2018.

a.1.2.2) Concessions for the generation of hydroelectric energy

Concessions	Concession holder	Installed capacity (MW)	Date of the act	Maturity
Salto Santiago HPP	ENGIE Brasil Energia	1,420	09/1998	11/2030
Salto Osório HPP	ENGIE Brasil Energia	1,078	09/1998	04/2031
Passo Fundo HPP	ENGIE Brasil Energia	226	09/1998	04/2031
Itá HPP	ENGIE Brasil Energia / Itasa	1,450	12/1995	12/2032
Machadinho HPP	ENGIE Brasil Energia	1,140	07/1997	10/2035
Cana Brava HPP	ENGIE Brasil Energia	450	08/1998	12/2035
Ponte de Pedra HPP	ENGIE Brasil Energia	176	10/1999	03/2037
São Salvador HPP	ENGIE Brasil Energia	243	04/2002	06/2040
Estreito HPP	CEE	1,087	11/2002	02/2043
Jaguara HPP	Jaguara	424	11/2017	06/2048
Miranda HPP	Miranda	408	11/2017	06/2048

The Company owns, directly or indirectly, in Itá, Machadinho and Estreito plants, the equivalent to 1,126.9 MW, 403.9 MW and 435.6 MW respectively, of the installed capacity of the plants, which correspond to its equity interest and/or participation in the consortium.

Right of extension of concession – renegotiation of hydrological risk

The conditions for the agreement to renegotiate hydrological risk were set by Law No. 14.052, published on September 9, 2020, which was regulated by Aneel Normative Resolutions No. 895/2020 and 930/2021. The legislation provides for compensation to holders of hydroelectric plants that take part in the Energy Relocation Mechanism (MRE) due to the effects caused by the so-called structuring generation enterprises related to the advance of physical guarantee and to restrictions and delays to start operations in the transmission facilities required for the outflow of energy from these plants, of out of merit thermal generation and imports, retroactively. As compensation, generation companies ensured the right to extend the term of generation concessions for up to seven years.

On December 15, 2020, the Board of Directors approved adhesion of the Company and its subsidiaries holding electricity generation concessions to the renegotiation of hydrological risk provided for in Law No. 14.052/2020.

On March 2, 2021, the CCEE published the review of compensation calculations, which included: (i) application of the discount rate to the calculation of grant extensions; (ii) impacts resulting from forfeiture of Abengoa's and Isolux's concessions on the outflow of HPP Belo Monte; and (iii) acknowledgement of the right of quota-based plants subject to Law No. 13.783/13 to compensation calculated in accordance with Law No. 14.052/2020.

In addition, Law No. 14.182 was enacted, on July 12, 2021. Such law addresses, among other subjects, the retroactive effects of the Generation Scaling Factor – GSF, and from then on included, for the purposes of the renegotiation of hydrological risk addressed in Law No. 14.052/2020, the losses caused between 2012 and 2014 to the hydroelectric power plants contracted on the regulated market, which had already renegotiated hydrological risk in 2015. Therefore, it was expressly provided that for the period prior to the validity of the renegotiation of hydrological risk, the entirety of the plants' physical guarantee would be considered as an energy parcel not renegotiated for the purposes of reimbursement.

1.6 Relevant effects of state regulations

Aneel approved the grant extension period for plants under the MRE that did not renegotiate hydrological risk in 2015 as from the publication of Ratifying Resolution No. 2.919, published on August 12, 2021. This approval included the following Company Plants: Salto Osório, Passo Fundo, Jaguara and Miranda. In addition, on September 17, 2021, Ratifying Resolution No. 2.932 was published, which ratified the grant extension period for hydroelectric plants participating in the MRE and affected by the new treatment from the previous period to the beginning of validity of the hydrological risk renegotiation. This approval included the following Company Plants: Salto Santiago, Cana Brava, São Salvador and Ponte de Pedra. This same Ratifying Resolution included plants in which the Company participates through a consortium, namely: Itá, Estreito and Machadinho. All consortium participants consented to the renegotiation in November 2021.

a.1.2.3) Authorizations for thermal generation, small hydroelectric power plants, wind and solar photovoltaic plants

Authorizations	Authorization holder	Installed capacity (MW)	Date of the act	Expiration
Therma power plants (TPP)				
Pampa Sul TPP	Pampa Sul	345,0	03/2015	03/2050
Ibitiúva Bioenergética TPP	Tereos	33,0	04/2000	04/2030
Unidade de Cogeração Lages	Lages	28,0	10/2002	10/2032
Ferrari TPP	Ferrari Termoelétrica	80,5	07/2007	07/2042
Small Hydroelectric Power Plants (SHP)				
Rondonópolis SHP	Tupan	26,6	12/2002	12/2032
Engenheiro José Gelazio da Rocha SHP	Hidropower	24,4	12/2002	12/2032
Wind power plants (WPP)				
Trairí Wind Complex	SPSs of the Complexo	212.6	09/2011 and 01/2015	09/2041 and 01 and 02/2045
Campo Largo III, IV, VI e VII WPP	CLWP Wind	118.8	01/2015	07/2050
Campo Largo V e XXI WPP	CLWP Wind	59.4	01/2015	08/2050
Campo Largo I, II, XV, XVI e XVIII WPP	CLWP Wind	148.5	01/2015	05/2052
Campo Largo VIII a XIV, XVII, XIX, XX, XXII WPP	CLWP Wind	361.0	12/2019	12/2054
Tubarão WPP P&D	ENGIE Brasil Energia	2.1	05/2015	N/A[(1)]
Umburanas 1-3,5-6,9-11,13,15-16,18 WPP	Umburanas Wind	234.0	08/2014	08/2049
Umburanas 8 WPP	Umburanas Wind	25.0	10/2014	10/2049
Umburanas 17 WPP	Umburanas Wind	22.0	07/2015	07/2050
Umburanas 19, 21, 23 e 25 WPP	Umburanas Wind	80.0	08/2015	08/2050
Wind power plants – under construction				
Santo Agostinho 1-6,13,14,17,18,21,25-27 wpp	Santo Agostinho Wind	434.0	05/2021	05/2056
Photovoltais power plant				
Nova Aurora	ENGIE Brasil Energia	3.0	04/2014	N/A [(1)]
Central Fotovoltaica Assú V	Assú V	34.0	06/2016	06/2051
Central Fotovoltaica Paracatu	Paracatu	132.0	04/2016, 05/2016 and 06/2016	04/2051, 05/2051 and 06/2051
Central Fotovoltaica Floresta	Floresta	86.0	05/2016 and 06/2016	05/2051 and 06/2051

[(1)] For generation wind farms with potential equal to or lower than 5 MW, the applicable legal instrument is the registration.
[(2)] Consortium participants are Ibitiúva Bioenergética S.A. (72.9%) and Tereos Açúcar e Energia Brasil S.A. (27.1%).

The Company owns 22.9 MW of the installed capacity in Ibitiúva Bioenergética Plant, which corresponds to its equity interest and its participation in the consortium.

1.6 Relevant effects of state regulations

a.1.3) Structure of the Brazilian Electricity Sector

a.1.3.1) Ministry of Mines and Energy (MME)

The MME is the main agency in the Federal Government's energy sector. It acts as the Granting Authority on behalf of the Federal Government and its main responsibility is the implementation of policies, guidelines and regulations for the sector. After the passing of Law No. 10.848, of March 15, 2004 ("New Electricity Sector Model Law"1), the Federal Government, acting through the MME, took over certain responsibilities which were previously Aneel's. Among those responsibilities are the drafting of guidelines for the granting of concessions and the issuance of rules that guide the public bidding process for the concession of public services and electricity facilities.

a.1.3.2) National Electricity Agency (Aneel)

The Brazilian electricity sector is regulated by ANEEL, an autonomous government entity. Following enactment of the New Electricity Sector Model Law, ANEEL's primary responsibility now includes: (i) regulating and supervising the electricity sector in line with the policy issued by the MME; and (ii) responding to matters which are delegated to it by the Brazilian Federal Government and the MME. Aneel's current responsibilities include, among others: (i) inspecting concessions for electricity generation, transmission and distribution, including approval of electricity tariffs; (ii) approving regulations for the electricity sector; (iii) implementing and regulating energy source exploration, including the use of hydroelectric energy; (iv) promoting public bidding processes for new concessions upon delegation from the MME; (v) resolving administrative litigations between agents in the electricity sector; and (vi) establishing criteria and methodology to determine transmission tariffs.

a.1.3.3) National Energy Policy Council (CNPE)

In August 1997, the CNPE was created to advise the Brazilian president regarding the development and creation of the national energy policy. The CNPE is chaired by the MME, and the majority of its members are Federal Government officials. Its purpose is to optimize the use of Brazil's energy resources and to assure the supply of energy to the country.

a.1.3.4) National Electric System Operator (ONS)

The ONS was created in 1998 as a non-profit private entity comprising free generation, transmission and distribution companies, free consumers and other agents such as electricity importers and exporters.

The "New Electricity Sector Model Law" granted the Brazilian Federal Government the power to appoint three members of ONS Executive Board. The primary role of the ONS is to coordinate and control the generation and transmission operations of the Interconnected System, subject to ANEEL's regulation and supervision.

The goals and main responsibilities of the ONS include: (i) planning electricity generation and transmission operations; (ii) organizing and controlling the use of the SIN and international interconnections; (iii) ensuring all sector agents access to the transmission network without discrimination; (iv) granting subsidies for the electricity system expansion planning; (v) presenting to the MME proposals to broaden the Basic Grid - these proposals will be taken into consideration in the transmission system's expansion planning; (vi) proposing rules regarding the transmission system's operation for Aneel's approval; and (vii) drafting an optimized dispatch program based on the declared availability of generation agents.

a.1.3.5) Brazilian Electricity Trading Chamber (CCEE)

As of 2004, the CCEE succeeded the Wholesale Energy Market (MAE), incorporating all its activities and assets.

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[1] While it was being discussed and after it was published, Law No. 10.848/2004 became known as "New Electricity Sector Model Law". Bil No. 1917/2015 is currently being discussed in the Federal Legislative Branch. It proposes a new reform of the Electricity Sector, known as the "Modernization and Opening of the Free Energy Market Law".

1.6 Relevant effects of state regulations

The CCEE's main role is to make electricity trading possible in the National Interconnected System - SIN, therefore being responsible for: (i) registering all energy trading contracts on the Regulated Market - ACR, contracts resulting from adjustments and contracts executed on the Free Market; and (ii) accounting for and settling short-term transactions.

The CCEE comprises the electricity sector concession, permission and authorization holders, as well as Free Consumers and Special Consumers. Its Board of Directors is composed of four members appointed by the agents, and one member appointed by the MME, who sits as the Chairman of the Board of Directors.

According to Decree No. 5.163, of July 30, 2004, the calculation of the price of electricity bought or sold on the short-term market - or the Differences Settlement Price - PLD - is the CCEE's responsibility and takes into account, among other factors: (i) the optimization of electro-energetic resources use to meet the system's loads; (ii) the agents' electricity needs; and (iii) electricity deficit cost.

On October 26, 2004, through Normative Resolution No. 109, Aneel instituted the Electricity Trading Convention, which establishes the structure and the workings of the CCEE, providing, among other matters, for the obligations and rights of CCEE's agents, methods of conflict resolution, electricity trading conditions on the regulated and in on the free markets, as well as the process of accounting for and financial settlement of operations carried out on the short-term market.

As of January 1, 2017, the CCEE became responsible for managing the operations of the Energy Development Account - CDE, the Fuel Consumption Account - CCC, and the Global Reversal Reserve, which were previously under the responsibility of Eletrobras, in compliance with Law No. 13.360, of November 17, 2016, which appointed CCEE as the manager of said sector accounts.

a.1.3.6) Energy Research Company (EPE)

The EPE, whose creation was authorized by Law No. 10.847, of March 15, 2004, is a federal public company responsible for conducting studies and aimed at supporting planning in the energy sector, including electricity, petroleum, gas and coal sectors and renewable energy sources, as well as energy efficiency. The studies and research conducted by EPE support the drafting, planning and execution of MME's actions within the scope of the National Energy Policy.

a.1.3.7) Electricity Sector Monitoring Committee (CMSE)

On August 9, 2004, the Federal Government enacted a decree creating the CMSE, an entity chaired and coordinated by the MME and composed of representatives from Aneel, the National Petroleum Agency- ANP, the CCEE, the EPE and the ONS. The CMSE's main responsibilities are: (i) monitoring the activities of the energy sector; (ii) assessing the electricity market supply and fulfillment conditions; and (iii) drafting proposals for preventive and remedial actions aimed at maintenance or restoration of security of supply and electro-energetic supply and services, forwarding them to the CNPE.

a.1.3.8) "New Electricity Sector Model Law" (Law n° 10.848, of 03/15/2004)

The "New Electricity Sector Model Law" made significant changes in the electricity sector regulations, aimed at: (i) providing incentives to private and public companies for the construction and maintenance of generation capacity; and (ii) ensuring the supply of electricity in Brazil through public bidding processes. The main changes introduced by the "New Electricity Sector Model Law" include:

- the creation of two markets for energy trading: (i) the Regulated Market (ACR), for electricity sales to holders of concessions and permissions for energy distribution, so as to ensure the supply of electricity to captive consumers, which takes place through auctions, according to strict public rules; and (ii) the Free Market - ACL, where negotiations between generation companies, traders and end consumers are bilateral, marked by a more dynamic atmosphere and a higher degree of competitiveness between agents;
- obligation of the distribution companies to acquire enough energy to meet 100% of their demands;

1.6 Relevant effects of state regulations

- restriction to some activities of the distribution companies, so as to ensure that they focus exclusively on the provision of public distribution services, to ensure a more efficient and reliable service to captive consumers, thus avoiding possible impacts on the tariffs of costs resulting from activities that are alien to the purpose of the concession;
- existence of guaranteed supply (own physical guarantee or third-party purchase contracts) for all energy traded in contracts;
- obligation of the distribution companies to purchase electricity through auctions held by Aneel, thus eliminating the possibility of self-dealing, in order to ensure the purchase of electricity at the lowest prices available in the market; and
- compliance with contracts executed before the validity of the "New Electricity Sector Model Law", so as to ensure legal security to operations conducted after its enactment.

The "New Electricity Sector Model Law" also excluded Eletrobras and its subsidiaries Furnas Centrais Elétricas S.A. (Furnas), Companhia Hidrelétrica do São Francisco (Chesf), Eletrosul Centrais Elétricas S.A. (Eletrosul), Centrais Elétricas do Norte do Brasil S.A. (Eletronorte) and Companhia de Geração Térmica de Energia Elétrica (CGTEE) from the National Privatization Program, created by the Federal Government in 1990 to promote the transfer to the private companies of the right to explore activities carried out directly by the Federal Government or other government-owned companies.

a.1.4) Energy Trading

Energy trading as an autonomous activity is provided for in the Electricity Sector Law and Decree No. 2.655, of July 2, 1998, being subject to a competitive regime in which many different agents can take part, among which generation companies engaged in public service or in independent production, energy traders and importers.

a.1.4.1) Electricity Trading Markets

Pursuant to the "New Electricity Sector Model ", negotiations involving purchase and sale of electricity are conducted in two different market segments, within the scope of the CCEE: (i) the Regulated Market - ACR, which includes the purchase by distribution companies in public auctions to meet the demand of their captive consumers; and (ii) the Free Market - ACL, which comprises the direct trading of electricity between generation agents, traders and free consumers.

Electricity from (i) low-capacity generation projects directly connected to the low- and average voltage systems - distributed generation; (ii) plants qualified pursuant to Proinfa, as defined below; and (iii) HPP Itaipu, will not be subject to centralized bidding processes for power supply on the Regulated Market.

Electricity generated by HPP Itaipu is traded by Eletrobras, and the volumes that must be purchased by each distribution company are compulsory and set by Aneel. The prices established for the power generated at HPP Itaipu and traded by Eletrobras are indexed to the US Dollar, in compliance with the treaty signed between Brazil and Paraguay. Provisional Measure No. 579, of September 11, 2012, converted into Law No 12.783 on January 11, 2013, established that the Federal Government may bear the effects of exchange fluctuation on the tariff for transfer of power from Itaipu Binacional. Consequently, HPP Itaipu prices for end consumers are no longer subject to exchange fluctuation.

Purchases made by companies that distribute energy from distributed generation processes, wind sources and SHPs must comply with a public call, which ensures publicity, transparence and equal access.

a.1.4.2) Regulated Contracted Environmental (ACR)

According to the "New Electricity Sector Model Law", within the Regulated the Agreements for Purchase of Market, Energy on the Regulated Market - CCEAR - must be executed between each generation and distribution company of the National Interconnected System, which are required to offer guarantees to the generation companies. Pursuant to changes implemented by Law No. 13.360, of November 17, 2016, contracts between distribution and generation companies provide for the supply of energy as from the year of the respective public bidding process, until the subsequent year, and their term will vary from 1 year at least to 15 years at most. Contracts between distribution companies and the generation companies' new ventures provide for the supply of energy as from the 3rd to 7th year of the respective public bidding process, and their term will vary from 15 years at least to 35 years at most.

1.6 Relevant effects of state regulations

On the Regulated Market, distribution companies purchase the energy they expect to trade with their captive consumers through bidding processes regulated by Aneel and organized by the CCEE. Electricity purchases are made by generation companies, traders and importers of electricity, and they can be carried out through two types of bilateral contracts: Energy Quantity Contracts; and (ii) Energy Availability Contracts.

Pursuant to an Energy Quantity Contract, selling agents undertake to supply a certain quantity of electricity and assume the risk that supply may be affected by hydrological conditions and low levels of the reservoirs, among other factors that may affect the allocated energy.

Conversely, pursuant to Energy Availability Contracts, the generation company undertakes to keep its plant available for generation at any time upon request by the National Electric System Operator, receiving a fixed sum regardless of actual generation. The cost of fuel for the plant originating from the National Electric System Operator's dispatch order is borne by the contracting parties.

Distribution companies are required to contract 100% of their electricity needs. Insufficient electricity to supply its entire market is checked in the CCEE's accounting process and may result in penalties imposed to the distribution company.

Energy distribution companies have the right to transfer to their consumers the costs related to electricity acquired through auctions, as well as any sector taxes and charges related to the auctions. Variations between estimated revenue and the amount effectively required to honor energy purchase contract are adjusted in the subsequent cycle.

Reduction of Contracted Energy

Distribution companies may reduce the amount of energy contracted through the CCEAR in the following cases: (i) compensation for the exit of potentially free consumers from the regulated market to the free market; (ii) deviations from the demand estimated by the distribution companies, after two years of declaration of initial demand ; in this case, the reduction can go up to 4% of the initially contracted amount per year; and (iii) increase in the amounts of energy acquired through contracts signed before March 17, 2004.

Compulsory Consumption Reduction

The "New Electricity Sector Model Law" provides that, in a situation where the Federal Government decrees the compulsory reduction of energy consumption in a certain region, all Energy Quantity Contracts on the Regulated Market and registered by the CCEE must have their respective volumes reviewed at the same rate as the reduction in consumption.

a.1.4.3) Free Contracting Environmental (ACL)

The sale of energy between generation companies, independent producers, self-producers, energy traders, energy importers and free consumers is carried out on the ACL.

Free Consumers - are those end consumers who may purchase electricity directly from generation agents and traders. The eligibility criterion to become a free consumer is to have a minimum load equal to or higher than the limit established by law and applicable norms, which, since January 2023, is 500 kW. From January 2024 on, in accordance with Ordinance 50/2022, any consumer served with high voltage shall be eligible.

Special Consumers - are those that have a minimum load equal to or lower than 500 kW, individually or jointly, in accordance with preestablished conditions, with the possibility to choose to contract electricity from ventures that generate electricity from specific sources, namely, biomass, wind, solar plants, SHPs or qualified cogeneration systems. Since January in 2023, there is not an obligation to purchase from sources specific for this category of consumers, and the option for the most beneficial energy source is a free option of consumers.

Government-owned generation companies, as well as private generation companies, may sell electricity to free consumers; however, government-owned companies must do so through public bidding processes that ensure transparency and equal access to all interested parties.

1.6 Relevant effects of state regulations

Electricity Purchases according to Law 10.848/2004 - "New Electricity Sector Model Law"

On July 30, 2004, the Federal Government established regulations governing the purchase and sale of energy on the Regulated Market and on the Free Market, and regulates authorizations and concessions for energy generation projects, including rules regarding auction and bidding procedures, the form of the energy purchase contracts and the method for transfer to end consumers, among others.

The regulation provides that all agents purchasing electricity must contract the entirety of their demand, pursuant to the guidelines of the new model. On the other hand, selling agents must demonstrate that the electricity made available for sale is backed (guaranteed) by their existing generation facilities or energy purchase contracts. The selling agents that do not comply with these demands are subject to penalties due to lack of guarantee.

a.1.5) Energy Auctions

Distribution companies must contract 100% of the electricity demand expected for their respective concession areas. In order to comply with this requirement, distribution companies must purchase energy in the auctions regulated by Aneel (as mentioned before, there are some exceptional situations where electricity supply to the distribution company does not require regulated auctions, whether because the energy purchase is compulsory - the case of Itaipu - or because it is authorized through a public call - Distributed Generation, wind power sources, SHP, biomass), either for purchase from previously existing generation projects or new.

Energy auctions for new generation projects are carried out between 3 and 7 years before the initial delivery date (called "A-3", "A-4", "A-5", "A-6" and "A-7" auctions), in accordance with changes in the mechanism for contracting on the regulated market when Law No 13.360, of November 17, 2016, which resulted from Provisional Measure No. 735, of 2016, was converted into law.

The energy produced in existing generation facilities will also be sold through auctions conducted five years before the initial delivery date until (sic) months before the delivery date (year "A" and "A-1").

Each selling agent that contracts energy sales through auctions will sign a CCEAR with each distribution company, in proportion to the demand declared in the distribution company's purchase intention. New energy auction CCEARs have terms ranging between 15 and 30 years, and existing energy auction CCEARs have terms ranging between a few months and 15 years. Contracts resulting from adjustment auctions are limited to a two-year term.

After completion of each auction, generation and distribution companies sign a CCEAR establishing the terms, conditions, prices and amounts of contracted energy. The distribution companies present guarantees for the benefit of the generation companies, with the possibility to choose between a bank guarantee, delivery of receivables in an amount equivalent to 100% of the average amount of the past three invoices regarding the CCEAR and assignment of Bank Deposit Certificates - CDB.

a.1.5.1) Adjustment Auctions

Adjustment Auctions are provided for in Article 26 of Decree No. 5.163, of July 30, 2004, and Aneel Normative Resolution No. 411, of September 28, 2010, and aim at complementing the energy load required to meet the distribution companies' consumer market, up to the limit of 5% of this load.

a.1.5.2) Reserve Energy Auction

The reserve energy auctions are aimed at selling reserve energy destined for increased security in the National Interconnected System's electricity supply, originating from plants especially contracted for this purpose, whether for new generation ventures or existing ones.

a.1.5.3) lternative Sources Auctions

Alternative Sources Auctions, regulated by Decree No. 6.048, of February 27, 2007, which partially alters Decree No. 5.163, of July 30, 2004, were created to serve as mechanisms to meet the distribution companies' consumer market.

1.6 Relevant effects of state regulations

a.1.5.4) Transmission Auctions

The Brazilian Constitution provides that development, use and sale of electricity may be carried out directly by the Federal Government, or indirectly by granting concessions, permissions and authorizations to other public agents, as well as private enterprises. By delegation from the MME, the public bidding process aimed at granting concessions for transmission lines and substations in Brazil is under the responsibility of Aneel.

Planning studies for the expansion of the transmission system are conducted by the EPE and the ONS, in tune with the MME, in order to provide the SIN with adequate capacity and flexibility to meet growing demand, the outflow of energy from new generation sources, the connection of new consumers and the expansion of regional interconnections, making it possible to take advantage of the diverse climate and market in a continental country like Brazil and allowing for more efficient use of energy resources.

Unlike generation, transmission planning is of a decisive nature. As a reference, the grid's sizing with N-1 reliability criterion (output of one transmission element) is taken into consideration, also testing more severe situations (double contingencies, N-2), which must be supported without causing the system's collapse. In this sense, the studies conducted, which include the technical, economic and socioenvironmental analysis of expansion alternatives, will point out the facilities in the basic grid (lines and substations with voltage equal or higher than 230 kV) that will be auctioned next or that will be authorized for exploration by Aneel, after the MME's approval.

a.1.5.5) Limitation to Purchasing Cost Transfers

With regards to the auctions' electricity purchasing cost transfers to the tariffs imposed to end consumers, the Government implemented a mechanism called Annual Reference Value (VR), which is the weighted average of the electricity's purchasing costs for a year "A", by all distribution companies, resulting from "A-5" and "A-3" auctions and Structuring Projects.

The VR is an incentive for distribution companies to purchase their electricity needs in auctions, as far in advance as possible, and it is applied as a limit to transfer to consumer tariffs, according to the criteria provided for in the Decree.

a.1.5.6) Contracts Executed before Law No. 10.848/2004 - "New Electricity Sector Model Law"

The "New Electricity Sector Model Law" provides that energy purchase contracts executed by distribution companies, signed and approved by Aneel before the enactment of the aforementioned Law, may not be altered with regards to extension of terms or previously contracted energy price or volume.

a.1.6) Deverticalization within the New Regulatory Framework

Deverticalization in the electricity sector was a process applicable to vertically integrated companies, aiming to segregate electricity generation, transmission and distribution activities, and it was implemented in Brazil in 1995.

The deverticalization process was aimed at: (i) preserving the identity of each concession, thus avoiding contamination in costs formation and in the base for compensation of public service activities, thus allowing for verification of economic and financial balance of each concession, leading to management transparency and ensuring the market and society full knowledge of the concession's results; and (ii) enforcing and stimulating competition in the electricity sector in the segments where competition is possible (generation and trading), as well as improving the regulation system in segments where there is a grid monopoly (transmission and distribution).

Law No 10.848 of 2004 provides that holders of concessions, permissions and authorizations of public services of electricity distribution operating within the SIN may not carry out the following activities: (i) energy generation (except distributed generation); (ii) energy transmission; (iii) energy sales to free consumers located outside their concession area; and (iv) participation in other companies, directly or indirectly, except when this is done to raise, invest and manage the funds needed to provide the service and when this is provided for in the concession contracts, or activities aliens to the corporate purpose, except in the cases provided for in legislation and in the respective concession contracts.

1.6 Relevant effects of state regulations

Such restrictions do not apply to:

- energy supply to isolated energy systems;
- fulfillment of its own market, provided it is under 500 GWh/year; and
- funding, investments and loans destined to its own distribution company or company in the same economic group, upon prior consent by Aneel.

Similarly, generation or transmission companies operating in National Interconnected System may not be affiliates or parent companies of companies that carry out electricity distribution activities in the National Interconnected System.

Electricity distribution, transmission and generation companies had to adapt to the rules of the aforementioned deverticalization by September 2005. This deadline could be extended once by Aneel, if it could be proved that it was impossible to comply with the provisions due to factors beyond the control of the concession, permission or authorization holder.

a.1.7) Delivery as Financial Guarantee of Financing

Law No. 10.604, of December 17, 2002, established that concessionaires and permissionaries of public electricity services may only offer the rights arising from the concession, permission or authorization and any other asset linked to the provision of public service, in guarantee of a loan, financing or any other operation linked to the purpose of the respective concession and, exceptionally, they may offer guarantees for financing of electricity generation ventures in which they participate directly or indirectly, granted before the law in question came into force.

Aneel Resolution No. 521, of December 17, 2002, determined that electricity concessionaires, interested in establishing guarantees in favor of electricity generation projects already granted, must submit a request for authorization to Aneel, indicating the amount, term and other conditions of the operation. Said guarantees may only be established to back the financing of assets and services intended for the implementation of the generation ventures in question and provided that they belong to the same controlling group as the guarantor of the electricity concessionaire.

This type of guarantee will be authorized for the period corresponding to the construction of the work, expiring 180 days after its entry into commercial operation, characterized by the operation of the last Generating Unit, respecting the date foreseen in the power plant implementation schedule approved by Aneel. Said Resolution also establishes the methodology for calculating the limits to be observed by the concessionaires: (i) based on indebtedness in relation to total liabilities; or (ii) based on the internal generation of funds determined annually, in the period covered by the intended guarantee.

The contracting requested must include the express waiver of the financing agents of any action or right against Aneel and the Granting Authority, as a result of failure by the concessionaires to comply with the commitments assumed; the contracting instrument must also provide that the use of the proceeds of any indemnification of the reversible assets for payment to the creditors will be limited to the amount of the unpaid debts.

a.1.8) Financial guarantees for energy trading

On a monthly basis, CCEE calculates and requires all agents to provide financial guarantees based on the analysis of their exposure to the Short-Term Market (MCP) for the month to be accounted for and settled. If an agent does not fully provide the required guarantee, its contracts will not be fully accounted for in the month. If an agent fails to fully contribute the required guarantee, it will be removed from the CCEE.

a.1.9) Compensation of the Generation Companies

Generation companies in general do not have tariffs for the provision of their services or the guarantee of economic and financial balance established in their grants and concession contracts. The exception to this rule are the member power plants.

Generation companies can sell their energy: (i) to distribution companies, through public auctions regulated by Aneel, the so-called "regulated auctions"; (ii) to distribution companies, through the distribution company's own auctions, in the case of distributed generation; or (iii) to its end consumers on the ACL, through trading agents, with freely negotiated prices and supply conditions.

1.6 Relevant effects of state regulations

The energy trading capacity of a generation agent, in general, is not associated with its effective generation, but with its physical guarantee, as defined by the MME. For each type of venture (hydroelectric, thermal, wind power, etc.) specific criteria are defined for calculating and reviewing its physical guarantee.

As an example, the physical guarantee of hydroelectric generation ventures is established by the MME based on computer models that make use of the statistical treatment of the inflow history in the region in question, river water flows and reservoir water levels of each power plant in a multi-annual period.

The amount of the physical guarantee of hydroelectric ventures may be reviewed every five years by MME or in the event of material facts, up to the limit of 5% of the amount established in the last review, limited to 10% of the amount contained in the respective contracts entered into with the Granting Authority.

a.1.10) Mechanism for Compensation of Surpluses and Deficits (MCSD)

Mechanism that allows the reallocation between Distribution Agents and Generation Companies of surpluses and deficits of amounts of energy contracted in the ACR. This mechanism has several types, some open to the participation only of generation companies, others only of distribution companies and still others where the participation of both is allowed.

a.1.11) Mechanism for Surplus Sales (MVE)

Mechanism that allows distribution companies to sell energy surpluses and, in the case of sales related to amounts of the regulatory limit or involuntary overcontracting, that part of the benefit received be reversed in favor of the consumer in the tariff adjustment process. Distribution agents with contractual surplus electricity can act as sellers in the MVE, and free consumers, special consumers, concessionaires, permissionaires and authorized generation agents, traders and self-production agents that are compliant with the CCEE can act as buyers at the time of the declaration of purchase intention.

a.1.12) Energy Rellocation Mechanism (MRE)

The MRE is a mechanism created to distribute hydrological risk among hydroelectric generation ventures. All hydroelectric generation companies with centralized dispatch are compulsory members of the MRE, and additionally, SHPs can join the Mechanism under certain conditions. The MRE transfers the production surplus of those power plants that produced above their physical guarantee to other members that registered generation below their respective physical guarantees. Energy transfers within the scope of the MRE are remunerated by a tariff called the Optimization Energy Tariff (TEO), which covers the average operating and maintenance costs of hydroelectric power plants. The Itaipu power plant has its own TEO.

a.1.12.1) MRE Allocation

The MRE is allocated through a four-step process, detailed below.:

1. determining whether the total net production within the MRE reaches the total physical guarantee levels of the MRE members as a whole;

2. determining whether any generation company generated volumes above or below their physical guarantee volumes;

3. generation companies that have produced above their respective levels of physical guarantee compulsorily transfer the additional energy to generation companies that have generated volumes below the physical guarantee. This allocation of additional generated energy, called optimized energy, is made, first, between generation companies within the same submarket and, later, between different submarkets, in order to ensure that all MRE members reach their respective levels of physical guarantee; and

4. (i) if, after step (3) above, all MRE members reach their physical guarantee levels and there is a balance of energy produced, the additional net generation, designated as "Secondary Energy", must be allocated among the generation companies from the different submarkets.

(ii) if, after step (2) or (3) above, all MRE members have not reached their physical guarantee levels, the missing energy will be purchased by MRE members at the PLD.

Generation companies participating in the MRE that produced excess energy beyond their physical guarantee levels are compensated for variable operation and maintenance (O&M) costs and costs with the payment of royalties for the use of water. If it is not possible to generate the established physical guarantee levels, generation companies must pay O&M costs and costs with royalties for the use of water to generation companies that produced volumes above their respective physical guarantee levels during the same period.

1.6 Relevant effects of state regulations

In situations where the MRE generation companies, together, do not have sufficient net production to reach the physical guarantee levels of the MRE, the physical guarantee allocated is reduced to reflect the actual MRE generation numbers. That is, generation companies receive an allocated energy level that is based on the percentage of their physical guarantee level in relation to the physical guarantee level of the MRE as a whole, multiplied by the effective generation. Even though some MRE generation companies generate volumes above their physical guarantee levels, if the MRE as a whole is not able to reach full physical guarantee levels, those generation companies will still receive allocated physical guarantee levels that will be below their physical guarantee levels.

If the MRE generation companies, together, do not have enough net production to reach the physical guarantee levels, the MRE generation companies must purchase energy from at the PLD in sufficient quantity to reach their respective physical guarantee levels in the local market. The MRE mechanism tries to ensure that all members meet their respective physical guarantee levels, regardless of the amount contracted.

a.1.12.2) Hydrological Risk Renegotiation

Law No. 13.203, of December 8, 2015, provided for the renegotiation of the hydrological risk of electricity generation related to energy contracted within the scope of the ACR and ACL, upon payment of a risk premium by generation companies in favor of consumers. The renegotiation rules establish options for choosing the level of hydrological risk to be assumed by the generation companies which, in return, undertake to pay a risk premium defined by Aneel over the term of the energy sales contract. This contracting mechanism makes it possible to limit the financial exposure of hydroelectric generation companies in the CCEE. More information about the functioning of the ACR and ACL markets may be found in the item "Electric Energy Trading Environment".

a.1.12.3) Secondary Energy

The total surplus energy, after the previous stages of the MRE, is distributed proportionally to the physical guarantees of its participants, being called Secondary Energy. This energy cannot be used as sale guarantee in bilateral or regulated contracts, being necessarily settled at the PLD within the scope of the CCEE.

a.1.12.4) Generation Scaling Factor (GSF)

The GSF derives from the ratio of total amount of hydroelectric energy produced by all MRE participants to the respective assured energy. A GSF of less than 1 means that the production of hydroelectric generation will be less than the physical guarantee allocated and, as such, hydroelectric companies would be exposed to the MCP. The renegotiation of the hydrological risk made it possible to mitigate the effect of the GSF for different levels of risk.

a.1.13) Incentives for Alternative Energy Sources

Since the enactment of Law No. 10.438, of April 26, 2002, some incentives have been created for alternative sources of electricity generation, such as: (i) Proinfa, managed by the MME, which guarantees to qualified ventures the purchase, by the Eletrobras, of the electricity generated for a period of 20 years and financial support from BNDES; (ii) reduction in tariffs for the use of electricity distribution and/or transmission systems (in production and consumption), with a discount of not less than 50%; (iii) special condition for migration to the free market of consumers with a load between 500 kW and 3 MW (called special consumers, whose upper limit is currently at 2MW according to Ordinance No. 514 of 2018), provided that such consumers purchase electricity from generation companies from alternative sources of electricity, thus increasing the consumer market for these producers; and (iv) Electricity Compensation System (net meetering) for micro and mini-generation companies connected to distribution systems.

Law No. 14.120 of 2021, arising from the conversion of Provisional Measure No. 998 of 2020, provides, for new power plants and for extensions of grants, the end of discounts on the tariffs for use of distribution and/or transmission system mentioned in item (ii) above. This notwithstanding, the aforementioned Law provides for a transitional rule, so that projects that apply for a grant by February 2022 and that have all generating units in operation by February 2025 will receive the right to tariff discounts. The Law also provides that, by February 2022, the Granting Authority determine guidelines for valuing the environmental attributes of these sources.

1.6 Relevant effects of state regulations

a.1.14) Sector Charges

a.1.14.1) Tariff for Use of Distribution Systems (TUSD)

The TUSD is paid by generation companies and free consumers for the use of the distribution company's system to which the generation company or free consumer is connected and is adjusted annually, taking into account the variation of its components. The TUSD comprises grid operation and maintenance costs, sector charges, remuneration of investments and their depreciation. Currently, the TUSD is composed of two parts, one called TUSD Charges, calculated according to the use of electricity, and the other, called TUSD Wire, charged by the contracted demand. The monthly charge to be paid by the respective agent connected to the distribution system, per connection point, is calculated by multiplying the amount of use, in kW, by the tariff established by Aneel, in R$/kW.

The generation ventures from alternative sources, respecting the legal conditions, can receive TUSD discounts varying between 50% and 100%. Such discounts are applicable both to the TUSD paid by the venture and to the one paid by consumers who purchase energy from these ventures.

The discounts offered to alternative energy generation companies and their respective consumers are accounted for separately by the distribution companies and considered in the tariff review or adjustment subsequent to the granting of the discount, so as not to impact the economic and financial balance of the concessionaires.

a.1.14.2) Tariff for Use of Transmission Systems (TUST)

The TUST is paid by distribution companies, generation companies and free consumers for the use of the basic grid and is adjusted annually by Aneel according to: (i) inflation; and (ii) the annual revenues allowed for the transmission companies, including the cost of expansion, determined by Aneel.

In accordance with criteria established by Aneel, the owners of the different parts of the transmission network transferred the coordination of the operation of their facilities to the ONS in exchange for receiving regulated payments from the users of the transmission system. Grid users, including generation companies, sign contracts with the ONS that give them the right to use the transmission network in exchange for paying the tariffs disclosed.

a.1.14.3) Itaipu Transmission Tariff

Itaipu HPP has a transmission grid operated in alternating and direct current, which is not considered part of the basic grid or the intermediate transmission system. The use of this system is remunerated by a specific tariff called Itaipu Transmission, paid by the companies holding shares of the energy produced by Itaipu HPP, in proportion to their shares.

a.1.14.4) Charge for the Use of Water Resources ("Royalties")

The holders of concession or authorization for the exploration of hydraulic potential must pay, as compensation for the use of water resources, 6.75% of the amount of the electricity produced. The payment is due to the states, the Federal District and the municipalities in whose territories the use is located or which have areas flooded by water from the respective reservoir and to bodies of the Direct Administration of the Federal Government.

a.1.14.5) Energy Services Inspection Fee (TFSEE)

The TFSEE was established by Law No. 9.427, of December 26, 1996, and regulated by Decree No. 2.410, of November 28, 1997. In 2013, it was modified by Law No. 12.783/2013. It is an annual fee based on the type of service and proportional to the size of the concession, permission or authorization (independent production and self-production of energy included here).

The TFSEE reaches 0.4% of the annual economic benefit earned by the concessionaire, permissionaire or authorization holder and must be paid directly to Aneel, in twelve monthly installments.

a.1.14.6) Global Reversal Reserve (RGR)

The RGR was created in 1957, based on Decree No. 41.019, to provide the necessary resources to reimburse agents upon the termination or Expropriation of their concession. As of February 1999, Aneel instituted a tariff collection requiring all distribution companies and certain generation companies operating under the public service regime to make monthly contributions to the RGR, at an annual rate equivalent to 2.5% of fixed assets of the company in operation, but not exceeding 3% of its total operating revenue in any given year.

1.6 Relevant effects of state regulations

Law No. 12.783, of January 11, 2013, released, as from January 11, 2013, from the payment of the annual RGR share: (i) distribution concessionaires and permissionaires; (ii) transmission concessionaires subject to bidding processes as from September 12, 2012; and (iii) transmission and generation concessionaires which had their concession extended or which were subject to bidding processes under the terms of this law.

a.1.14.7) Energy Development Account (CDE)

The CDE was created to support: (i) the development of energy production throughout the country; (ii) the production of energy through alternative energy sources (wind, coal, gas and biomass); and (iii) social objectives such as universalization of energy services throughout the country, reduction of the cost of electricity for low-income citizens and preservation of the mineral coal industry in the southern region of Brazil. It is paid by all end consumers of energy through charges for the use of transmission and distribution systems.

For thermal power plants that use mineral coal produced in Brazil, the aforementioned Law requires that the CDE be used to subsidize up to 100% of the cost of fuel. According to the applicable legislation, a minimum quantity of coal purchase must be observed by the power plants in order to guarantee certain levels of production of national mineral coal. It is important to note that the CDE legislation determines that new power plants can only be added to the CDE if they have sufficient financial capacity to cover the respective additional expenses.

Additionally, national coal-fired power plants contribute to the diversification of energy sources in Brazil and prevent the need to import coal, thus contributing to the balance of payments. It is important to emphasize that the CDE is not a subsidy maintained by the public treasury, but rather a charge paid by all end consumers of electricity.

On July 17, 2012, Aneel published Resolution No. 500, which establishes the procedures for reimbursement of the cost of fuel for ventures that use national mineral coal, through the CDE. In this resolution, the fuel cost criterion will depend on the efficiency level of the generating power plant.

Normative Resolution No. 801, of February 19, 2017, established the procedures for planning, formation, processing and management of the Mineral Coal and Fuel Consumption Account - CCC, associated with the Energy Development Account - CDE. Resolution No. 801 revoked Resolution No. 500, but maintained the fuel cost criteria based on the efficiency level of the generating power plant.

a.1.14.8) Contribution to Research & Development (R&D)

Distribution, generation and transmission companies must invest a minimum of 1% of their net operating income in R&D each year. PCH, solar, wind and biomass energy projects are exempt from such requirement.

a.1.14.9) Fossil Fuel Consumption Account (CCC)

The CCC is an economic subsidy paid by all energy consumers to cover the cost of fuel used to produce electricity in isolated systems. Law No. 12.783, of January 11, 2013, determined that the resources to cover these subsidies should come through the sector fund of the Energy Development Account (CDE), and no longer through direct collection of shares.

a.1.14.10) Energy Security Charges (ESS-SE)

The ESS-SE is intended to fund thermal power plants dispatched due to energy security as a result of a decision by the Electricity Sector Monitoring Committee (CMSE).

Until March 2013, power plants that were dispatched outside the order of economic merit were not considered in the formation of the PLD, and the corresponding costs were paid exclusively by the load, that is, distribution companies (with transfer to captive consumers) and free consumers.

CNPE Resolution 03/2013, of March 6, 2013, changed the form of apportionment of these costs, including the other agents, generation companies and traders, in their payment.

Since August 1, 2013, hydrological risk aversion mechanisms have been incorporated into the models used in the PLD formation process. Thus, the dispatch and pricing models tend to advance the thermal dispatch, incorporating the cost of these power plants into the PLD. The National Energy Policy Council (CNPE) continues with the prerogative of dispatching thermal power plants outside the order of merit to guarantee energy security, with this additional cost being shared among all market agents in proportion to their energy traded.

1.6 Relevant effects of state regulations

This rule change imposed additional costs on generation companies and traders, which in their understanding is undue, and led to legal questioning of the new rules by associations representing generation companies and traders. Currently, generation companies and traders are exempt from this charge, due to an injunction that is pending final and unappealable judgment.

a.1.14.11) Default of Sector Charges

The "New Electricity Sector Model Law" establishes that the lack of payment of the contribution to RGR, Proinfa, CDE, CCC, and of other payments due because of the purchase of electricity on the ACR or from Itaipu HPP, will prevent the defaulting party to receive tariff adjustments (except for the extraordinary review) or to receive funds from the RGR, CDE or CCC.

a.1.15) Information on the gas transportation activity carried out by the jointly-controlled subsidiary TAG

Additionally, the Company operates in the natural gas transportation and storage segment in general, through the jointly-controlled subsidiary Transportadora Associada de Gás S.A. (TAG). More information is disclosed below in item 6.5 of this Reference Form.

b. main aspects regarding the issuer's compliance with legal and regulatory obligations in connection with environmental and social issues

b.1) Principles and Environmental Management

The environmental management developed at the Company considers the balance between the Company's performance and environmental conservation, in order to reduce the impact on the environment and promote the sustainable use of natural resources, guided by the principles and guidelines established in its Sustainable Management Policies and Environmental Policy defined by the ENGIE Group, which is based on the Climate, Biodiversity, Water and Circular Economy pillars.

To ensure compliance with these guidelines and promote adequate environmental management, the Company has an integrated management system that includes quality, environment, social responsibility, and occupational health and safety aspects. In this system, procedures, tools and environmental programs provide the basis for controlling risks and identifying opportunities for operational improvements in processes and services.

Thus, the Sustainable Management Policy guarantees electricity production in accordance with legal requirements, both those common to all power plants and those specific to each enterprise. In addition, all communications with stakeholders regarding quality, the environment, social responsibility, occupational health and safety and energy management are entered in and managed by the system so that they are properly monitored and responded to.

The Environmental Policy ratifies in its Preamble that the Group adheres to and supports the international principles of environmental protection: The UN Global Compact and Sustainable Development Goals, the OECD Guiding Principles and the Paris Climate Accord.

The Company is a signatory to and participated in the drafting of the Socio environmental Ethics Code of Instituto Acende Brasil, which presents principles for the construction and operation of power plants, respecting social, environmental, and economic aspects, with the objective of promoting transparency and sustainability in the electricity sector:

I - Reduction and **control of impacts** on the environment.

II - **Conservation** of biodiversity and natural resources.

III - **Respect** for communities.

IV - **Education and health** as elements of social transformation.

V - **Transparency and dialogue**.

In addition, it is important to note the ENGIE Group has set itself ambitious global goals for 2030, called Non-Financial Objectives, in the areas of reducing Water Consumption, reducing Greenhouse Gas Emissions, increasing the production of renewable energy, biodiversity, among others.

1.6 Relevant effects of state regulations

b.2) Guidelines for the Integrated Management System for Quality, Environment, Social Responsibility, Occupational Health and Safety and Energy Management (SIG).

Operational	Maximize energy generation, observing the ONS planning, preserving environmental conditions and ensuring the safety of ventures.
Environmental	Generate energy, in compliance with safety standards, rational use and preservation of natural resources, prevent pollution and control environmental risks, acting primarily in a preventive manner.
Equity	Strictly use the areas necessary for the ventures, reallocate remaining areas for social and environmental use, detecting and preventing their irregular use.
Relationship with the society	Participate in the life of communities located in areas of influence of the ventures, seeking to identify and contribute to fulfilling their needs and expectations, providing open and permanent communication mechanisms.
Occupational health and safety	Preserve the physical and psychological integrity of all employees, service providers, suppliers, customers and visitors, by recognizing, assessing and controlling existing hazards and risks, continuously improving processes, equipment and the work environment.
Climate changes	Prioritize renewable energy sources in its energy matrix and in its processes, invest in Research & Development, develop Clean Development Mechanism projects and other sustainable solutions, in order to act as a promoter of sustainable development.
Social responsibility	Promote sustainable development, improved quality of life and social inclusion, prioritizing childhood and adolescence, education and sociocultural appreciation in the regions where it operates, with ethics and integrity, transparency and dialogue with stakeholders.
Energy management	Continuously improve the energy performance of its generation process, ensuring the availability and feasibility of resources and supporting the acquisition of products, services and projects to achieve more efficient energy targets.

b.3) Environmental aspects and impacts

The environmental aspects and impacts resulting from the Company's activities, products and services are identified in accordance with procedures defined by the SIG, and managed with a focus on prevention or mitigation based on processes and criteria of three levels of management, in line with the Sustainable Management Policy.

1.6 Relevant effects of state regulations

b.4) Environmental aspects and impacts management

Operational control	- Definition of criteria and procedures. - Implementation of physical and control structures, such as environmental emergency kits, work instructions, containment barriers to contain leaks, water-oil separator systems, among others.
Emergency response	- Identification of possible emergency situations and development of Environmental Emergency Response Plans that enable the timely intervention required, to prevent or minimize impacts on the environment.
Measuring and monitoring	- Definition of Environmental Monitoring Plans to monitor those activities with the potential to generate significant aspects and impacts.

b.5) Certifications and legal compliance

In 2022, ENGIE Brasil Energia got the recommendation for Recertification of the Integrated Management System - SIG according to the NBR ISO 14001.2015 (Environmental Management System), the NBR ISO 9001.2015 (Quality Management System) and the NBR ISO 45001.2018 (Occupational Health and Security Management System) standards. Currrently, Engie's portfolio obtains a certified percentage equivalent to 79.8% of the energy generated by the assets in 2022. Therefore, the Integrated Management System covers 11 power plants operated by the Company. In addition to the plants, the Company’s headquarters are also certified according to these Strandards.

Thus, the certified Integrated Management System covers 11 power plants and the Company’s headquarters.

In addition, aiming at a future certification, a study is being planned to implement a certifiable Integrated Management System at the Company's Wind Farms.

ISO 14001 is an international standard that establishes the necessary requirements for the environmental management of a venture, with emphasis on the evaluation of environmental aspects and their associated impacts, continuous improvement of the organization's performance in the prevention and control of pollution, compliance with environmental legislation and in managing emergency situations.

All the power plants in the generating park operated by the Company hold the authorizations and environmental licenses required by the competent bodies, complying with the conditions applicable in the three phases of the project: Preliminary Environmental License (LP) (project feasibility assessment), Environmental Installation License (LI) and Environmental Operating License (LO).

The Company constantly evaluates and adjusts its operations and procedures in order to meet legal standards and fulfill the voluntary commitments it makes.

b.6) Environmental Management Objectives, Goals and Programs

In line with the principles of its Sustainable Management Policy, the Company periodically defines its environmental objectives and goals, which give rise to Environmental Management Programs. The programs determine the actions to be developed, as well as those responsible for implementing the actions and the deadlines for their execution, with the aim of improving the environmental performance of the ventures in the development of their activities.

b.6.1) Environmental programs and projects developed at the power plants

- **Socio-environmental studies for the implementation of new ventures:** developed to assess different aspects and possible socio-environmental impacts prior to the implementation of new power plants, they focus on terrestrial and aquatic flora and fauna, on the quality of surface and underground waters and on the erosive effect, among other topics. These studies are subject to public consultations and analysis by the competent bodies, in order to ensure compliance with all aspects relevant to the stakeholders. Additionally, it is worth noting that the environmental programs continue throughout the life of the projects, within the scope of the environmental licensing process.

1.6 Relevant effects of state regulations

- **Environment and Sustainability Weeks – SEMAS:** held at the Rio Iguaçu, Rio Uruguai, Rio Tocantins and Minas Gerais Regional Offices, the events are open to employees and the community, with the aim of promoting environmental awareness and, more broadly, the principles of sustainability.
- **Botanical Gardens Program with planting and donation of native seedlings:** developed in the areas surrounding the ventures, it aims to recover the vegetation of the Permanent Preservation Areas (APP), or degraded areas outside the APPs, through the planting of seedlings. Currently, ENGIE maintains 8 botanical gardens, which have an annual production capacity of more than 670,000 seedlings.
- **Spring conservation program:** the Company also develops spring projects, in partnership with government and third sector organizations. This program has already recovered more than 2,300 springs, and recently received the Aliança pelas Águas Brasileiras [Alliance for Brazilian Waters] seal.
- **Promotion of biodiversity and environmental parks:** As part of the environmental compensation for the implementation of the ventures, the Company finances and supports, through programs and partnerships, the creation and maintenance of environmental conservation units with the objective of conserving biodiversity in areas surrounding its reservoirs, among which the following stand out:

  - **Fritz Plaumann State Park:** located in Concórdia, in the state of Santa Catarina (SC), the park was implemented in partnership with private companies, the Santa Catarina Institute for the Environment (IMA) and Civil Society, enabling the protection and public use of the most important area of the remaining seasonal deciduous forest (Uruguay river forest).

  - **Teixeira Soares Natural Municipal Park – Uruguay River Forest**: the Park, which is part of the environmental compensation for the implementation of HPP Itá, is located in the municipality of Marcelino Ramos (RS) and aims to increase protected areas through environmental education and the adaptation of ecological and rural tourism activities, among other development projects integrated with the objectives of environmental conservation.

  - **Jacob Private Natural Heritage Reserve (RPPN)**: located in Nova Ponte, in the state of MG. The Conservation Unit was created in 1997 along 358 hectares as part of the Environmental Compensation for the implementation of HPP Miranda. It is worth mentioning that ENGIE signed a partnership Instituto Estadual de Florestas (IEF) of Minas Gerais to develop the ASAS (Wild Animals Releasing Area) Project to receive and release animals that leave Cetras (Wild Animals Treatment and Rehabilitation Center). Usually, they are victims of trafficking or abuse.

  - **Vargedo Farm**: located in the municipality of Castro, State of Paraná, it is considered part of the environmental compensation for the implementation of the Gralha Azul Transmission Line. It aims at the recovery of local degraded areas that total 228ha in an area of little more than 700ha.
- **Environmental Publicity Center (CDA) at HPP Itá:** located in Itá, in the state of Santa Catarina (SC), educational projects developed focus on the community, and include thematic exhibitions, library, video library and photographic archives that present socio-environmental information about the region and the programs developed by the power plant.
- **Community relationship program:** the Company develops a series of relationship initiatives with the communities surrounding its power plants, with the objective of presenting its activities and informing the population about environmental conservation and social development.

1.6 Relevant effects of state regulations

- **Biodiversity Matrix Project:** ENGIE has mapped the status of biodiversity throughout the area of influence of its power generation park in Brazil. An unprecedented initiative in the sector, the Biodiversity Matrix project presents an "X-ray" of the fauna and flora close to the ventures in five of the six Brazilian biomes: Atlantic Forest, Pampa, Caatinga, Pantanal and Cerrado. The objective is to help define guidelines for environmental management and stewardship, in order to reinforce the protection of threatened species and ecosystems. In 2020, the project reached another important milestone: the Salto Osório Hydroelectric Power Plant and the Campo Largo Wind Complex were chosen as pilots for the second phase of the Project, for which the parameters diagnosed in the previous phase were further analyzed. Also, strategic action plans were defined that consider priority species and environments, in addition to indicating potential partners to expand society's engagement in environmental conservation. In 2021, one of the actions mapped in the pilot project of HPP Salto Osório was initiated, resulting in the implementation of an Arboretum, in the region of the Salto Osório and Salto Santiago Hydroelectric Power Plants, focusing on the conservation of species of flora native to the region, which will result in a bank of seeds with appropriate genetic diversity. Also in 2021, the pilot project was extended to the HPP Miranda region, with analyzes covering more than 2 million hectares over 13 municipalities in the Minas Gerais triangle, in a Cerrado area with Atlantic Forest influence.

- **Reservoirs:**

  The area of the reservoirs of the hydroelectric power plants that the Company operates and their surroundings are the legal responsibility of the Company and its subsidiaries, which have local teams for environmental and equity surveillance.

  In addition, the Company encourages the multiple use of these areas by communities, establishing partnerships with municipalities to create artificial beaches, areas reserved for fishing, power boating and other forms of leisure, as well as irrigation for agriculture. Such uses are evaluated considering the current environmental legislation and the guidelines of the Environmental Plan for Use and Conservation of the Surroundings of Artificial Reservoirs - PACUERA, prepared by the Entrepreneur and presented in a Public Consultation for subsequent approval by the Environmental Agency responsible for licensing the venture in question.

b.7) Consolidated Environmental Indicators

b.7.1) Emissions

b.7.1.1) Management

The Company constantly monitors its emissions and, therefore, develops and applies various techniques, practices and processes that minimize them, such as:

- use of electrostatic precipitators at the Pampa Sul unit, which retain more than 99.8% of particulate matter emissions.
- reducing the formation and emission of sulfur dioxide by controlling the sulfur content in coal and fuel oils and gas washers.
- destination of ash resulting from the combustion of mineral coal retained in equipment to cement production.
- destination of ash resulting from the combustion of biomass (wood waste and sugarcane bagasse) retained in equipment to agriculture and forestry.

Context

The main air emissions originated from the Company's power plants, resulting from energy generation in the thermal power plants, are:

- Carbon Dioxide (CO_2)
- Sulfur Dioxide (SO_2)
- Nitrogen Oxide (NOx)

- implementation of a videoconferencing system in all power plants or regional units with the objective of reducing the number of trips and, consequently, Greenhouse Gas Emissions.
- preparation, since 2010, of a Company-wide Greenhouse Gas Emissions Inventory in accordance with the guidelines of the Brazilian GHG Protocol and assurance of the information contained in the document by a third party. The 2022 inventory will be published in full on the Company's website as an attachment to the 2022 Sustainability Report.

1.6 Relevant effects of state regulations

b.7.1.2) Indicators

In 2022, the Company's air emissions of carbon dioxide (CO2), referring to scope 1, 2 and 3, totaled approximately 1.1 million tons - a value that corresponds to a decrease of 80% compared to 2021. The decrease was mainly due to the sale of the Jorge Lacerda Thermoelectric Complex, whose data was recorded only up to the date of the sale (October 2021). In September 2022, the contract for sale of the Pampa Sul Thermoelectric Power Plant, the only coal-fueled plant remaining in our generation complex, was signed. After completion of this transaction, in 2023, this movement will lift ENGIE Brasil Energia to the position of 100% renewable electricity generator, continuing its strategy of prioritizing investments in more projects with renewable energy sources, such as wind and solar power plants.

The Company is committed to improving corporate actions and strategies to reduce its Greenhouse Gas (GHG) emissions, in addition to adjusting its practices and processes to the energy transition scenario. Thus, it strives to make a decisive contribution to decelerating climate change and its impacts, in line with the precepts of the Paris Accord and also with the Sustainable Development Goals (SDGs) and especially with the Group's ambitious commitment to reach NetZero Carbon by 2045.

In addition, the Company has solutions in its portfolio to support other organizations on the path to decarbonization. To this end, ENGIE offers the market the following Green Products: Carbon Credits (CDM), Renewable Energy Contracts (ENGIE-REC) and Renewable Energy Certificates (I-RECs), which serve to neutralize and/or offset emissions of GHGs from Scopes I, II and III of the Corporate Emissions Inventories.

b.7.2) Clean Development Mechanism (CDM)

The Lages Cogeneration Unit (UCLA) generates energy from wood residues stemming from different wood industries, avoiding their disposal in nature and, thus, contributing to avoid methane emissions - a gas with Global Warming Potential (GWP) 25 times greater than that of carbon dioxide – from their decomposition.

Registered with the Executive Committee of the United Nations Framework Convention on Climate Change, as an activity that meets the requirements of the Clean Development Mechanism, the Power Plant is qualified to generate carbon credits, as established by the Kyoto Protocol, to be traded by Lages Bioenergética.

A World Bank mission visited UCLA's facilities in May 2012, with the objective of verifying if the project has been complying with the CDM rules and with the Bank's own safeguard policies, (sic) which are clients of the Lages Project credits.

The UCLA Clean Development Mechanism Emission Reductions (CERs) were generated from November 2004 to October 2014, corresponding to avoided emissions of 2.5 million tons of CO2.

Since 2012, the Company has also obtained registrations with the United Nations Framework Convention on Climate Change - UNFCCC of the CDM projects that comprise the assets of renewable, wind and solar energy generation. Thus, these projects are able to generate, respectively, the following carbon credits:

- Trairi: 42,630 CERs per year;
- Guajiru: 56,411 CERs per year;
- Mundaú: 45,705 CERs per year;
- Fleixeiras I: 51,048 CERs per year;
- Santa Monica: 211,875 CERs per year;
- Campo Largo (fase I): 778,875 CERs per year;
- Campo Largo (fase II): 789,381 CERs per year;
- Umburanas: 992,458 CERs per year;
- Assú V: 45,893 CERs per year; and
- Santo Agostinho: 802.691 CERs per year (project awaiting completion of registration by the UNFCCC).

1.6 Relevant effects of state regulations

b.7.3) Direct Energy Consumption

b.7.3.1) Management

The Company's production process consumes electricity generated in part by the venture itself and in part from the SIN, especially in periods when the power plants support the SIN. Reactive support is one of the supplementary services, called "Ancillary Services", provided by some agents to the SIN, and aims to promote the quality and stability of the system. To promote this support, the generating units of some hydroelectric power plants operate as synchronous compensators on certain occasions, consuming active energy and simultaneously generating the reactive energy support required by the system. The consumption of direct energy from fossil fuels, in turn, occurs mainly in its thermal power plants, as presented in the item "fuels".

The consumption of fossil fuels related to the consumption of indirect electricity is mainly due to the transportation of employees. Therefore, the energy consumption management initiatives developed by the Company are focused on measures such as the greater use of bi-fuel cars, prioritizing ethanol in its fleet of vehicles, and holding conference calls in order to minimize the displacement of its employees, reducing the emission of Greenhouse Gases (GHG).

b.7.3.2) Indicators

In 2022, the Company consumed 29.85 GWh of energy from the grid, which corresponds to 107.47 thousand GJ in the operation of the power plants in its generating complex, to produce 40,283 GWh of gross electricity.

b.7.4) Water

b.7.4.1) Management

Most of the Company's thermal units have liquid effluent systems that operate in a closed regime, preventing the release of pollutants into rivers and enabling the reuse of water. Thus, there is an estimated average reduction of 50% in consumption. Units that do not yet have a closed system treat the effluents (physical-chemical treatment of sedimentation and neutralization) before releasing them to the receiving body and have containment basins in the fuel tanks to avoid water pollution resulting from possible leaks.

The withdrawal of the Complex from the list of assets of ENGIE Brasil Energia in October/2021, represents direct reflections in the reduction of water consumption in 2022 of around 39% compared to 2021.

The HPPs Passo Fundo, Machadinho, Cana Brava, São Salvador, Estreito, Ponte de Pedra and Itá also control the effluents from the drainage wells, through a system that separates the water from the oil from the effluents generated in the engine room.
The Company has a system in place to use water from drainage of the dam's inspection galleries at HPPs Salto Osório, Itá and Machadinho, reducing the use of chemical products in water treatment at these plants.

Context

Thermoelectric plants still represent the largest consumption of water and generation of effluents. At hydroelectric plants, the Company constantly monitors the quality of water in the reservoirs and surrounding rivers.

It should be noted that one of the ENGIE Group's non-financial objectives, with a horizon of attainment in 2030, the reduction of water consumption for the energy produced by 70%, using the year 2019 as a reference base.

b.7.5) Hazardous Waste

b.7.5.1) Management

The management of hazardous waste includes packaging, temporary internal storage, transport and final disposal in compliance with environmental licensing regulations, UN standards and other applicable legal requirements.

The Company adopts preventive measures against leaks - such as the use of safety data sheets for chemical products, the implementation of containment barriers and adequate vehicle signage - and only hires companies duly qualified and licensed within the national territory for this type of transport.

1.6 Relevant effects of state regulations

b.7.6) Non-Hazardous Waste

b.7.6.1) Management

The Company strives to reutilize, reuse or recycle its non-hazardous waste, in order to avoid the environmental impact of its disposal and the extraction of new materials from nature.

Light and heavy ashes resulting from the burning of coal for electricity generation corresponds to approximately 95% of the total volume of waste discharged in 2022.

Light ashes are sold to the cement industry as an input for pozzolanic cement, replacing limestone in its composition.

Heavy ashes are used as a base for highway paving and as a neutralizer of soil acidity in the recovery of coal tailings deposits, due to its high pH.

b.7.6.2) Indicators

In 2022, the Company recovered 99.9% of the total waste destined.

Context

The main non-hazardous waste generated by the Company are the ashes from the combustion process of coal and biomass fired thermal power plants, in addition to paper, plastics, glass and ferrous and non-ferrous metal scrap.

The ash is divided into light ash, which is carried along with the combustion gases and retained in electrostatic precipitators or bag filters, and heavy, which remain at the bottom of the boiler, being extracted by a hydraulic dredge system.

Waste Disposal in 2022 (in tons)

FINAL WASTE DISPOSAL BY TYPE (ton)			TPPs	HPPs	Complementary	Headquarters	Transmission	2022
Class	**Situation**	**Final destination**						
HAZARDOUS	**Stored (Waiting for viable volume for Final Disposal)**		**0.10**	**13.69**	**2.96**	**-**	**-**	**16.75**
	Subtotal (Final Disposal)	Industrial Landfill Class I	417.77	21.35	25.12	0.05	-	**464.29**
		Incineration	-	0.77	-	-	-	**0.77**
	Subtotal (Final Disposal Considered Recovery)	Co- Processing	20.13	21.69	6.69	0.49	-	**49.00**
		Recycling	8.38	25.96	5.26	2.01	-	**41.61**
		Reuse	-	0.57	0.23	-	-	**0.80**
NON-HAZARDOUS	**Stored (Waiting for viable volume for Final Disposal)**		0.59	20.92	3.67	0.04	3.10	**28.32**
	Subtotal (Final Disposal)	Industrial Landfill Class II	11.65	14.17	60.13	25.44	2.44	**113.83**
	Subtotal (Final Disposal Considered Recovery)	Composting	93,651.62	23.90	-	6.08	-	**93,681.60**
		Co- Processing	76.68	7.14	5.50	0.52	-	**89.84**
		Recycling	104,991.04	316.02	150.90	11.69	-	**105,469.65**
		Recovery of Degraded Areas	726,885.51	-	-	-	-	**726,885.51**
		Reuse	292.11	3.62	2.26	-	-	**297.99**
		Use as Fuel	-	-	0.35	-	-	**0.35**

1.6 Relevant effects of state regulations

b.7.7) Fuels

b.7.7.1) Management

The Company continuously develops research and studies for the generation of energy through renewable sources, in order to minimize the consumption of fossil fuels, a depletable source with greater environmental impact.

In addition to water sources, which account for most of the portfolio, the Company has 48 wind farms, 4 photovoltaic power plants and three biomass thermal power plants that do not use fossil fuels and are fueled by wood waste (Lages Cogeneration Unit) and by sugarcane bagasse (TPP Ibitiúva Bioenergética and TPP Ferrari). Thus, the environmental impact is reduced by avoiding the extraction of non-renewable natural resources and the disposal of waste, in addition to reducing greenhouse gas emissions.

Context

The Company consumes fuels derived from petroleum (diesel and fuel oil), mineral coal and natural gas to generate energy in thermal power plants, and wood residues and sugarcane bagasse for energy production in biomass power plants.

b.7.7.2) Indicators

In 2022, consumption of fossil fuels in the thermal power plant operated by the Company was 2.88 thousand GWh (10.37 million GJ).

b.7.8) Biodiversity

The Company continuously monitors the areas surrounding its reservoirs, developing programs aimed at the conservation of flora and fauna. Together with management initiatives, these programs guarantee the biodiversity and environmental conditions necessary for the conservation and development of the species before, during and after the construction of the reservoirs.

In addition, the Company invests in Research and Development projects focused on the conservation of endangered species and in environmental education initiatives to make communities and society more aware of the importance of conserving the environment.

Worthy of note is the Biodiversity Matrix Project, through which the Company identifies the areas surrounding its projects in search of opportunities for the conservation of biodiversity.

b.7.8.1) Fauna

During the construction of a hydroelectric power plant, the Company studies and rescues animals in the region during the period of vegetation clearance and formation of the reservoir, and maintains preservation strips along its edges for the development of the local flora and fauna. The process of chasing away and/or rescuing animals also occurs when other assets, whether generation or transmission, are implemented.

Species that may be the focus of health problems for the local population are also monitored and controlled through studies and periodic surveys – on insects and snails that transmit diseases and venomous animals – and through the development of accident prevention programs.

b.7.8.2) Flora

The Company monitors the flora of the regions where it operates, collecting seeds and flowers for study, cataloging and subsequent production of seedlings. Thus, it seeks to ensure the continuity of native species through reforestation and the recovery of vegetation and the riparian strip in the areas surrounding the power plants and local communities.

The botanical gardens maintained by the Company aim to enrich the practice of forest replacement, recovering riparian strips or areas in general, in addition to being places to promote Environmental Education to visitors.

b.7.8.3) Ichthyofauna

Through ichthyofauna research projects, the Company seeks to understand the dynamic balance established during the formation and maturity of the lakes and, thus, adopt specific management in each power plant that minimizes the impacts of this process on the species. Among the main initiatives developed, the repopulation of rivers through laboratory reproduction of fingerlings of native species stands out.

The Company, through Itá and Machadinho Consortiums, in joint research with the Freshwater Fish Laboratory (Lapad) of the Federal University of Santa Catarina (UFSC), reproduces fingerlings of endangered species in the region, such as "piracanjuba", "curimbatá" and "piava", among others.

1.6 Relevant effects of state regulations

In 2017, the Research and Development Project called "Technology for the formation of germplasm banks and production of native fish for stocking (repopulation) in the Iguaçu River" was concluded with Aneel. The Project was evaluated as excellent by Aneel, for the results achieved and, consequently, for its prospects.

In 2019, a new project was initiated to protect ichthyofauna: "Development of Control Techniques and Studies of the Pimelodus maculatus Species in the Suction Tube of and Downstream HPP Machadinho". The project aims to study mechanisms that expand the possibilities of conservation of this species, considering the impacts resulting from the operation of the Power Plant.

b.7.9) R&D AND DNA

In December 2020, a new Research & Development Project called "Development and Application of Genetic Tools to Monitoring Ichthyofauna of Reservoirs of Hydroelectric Power Plantswas initiated. This project is a partnership between ATGC (startup and biotech incubated by the UFPR Innovation Agency) and ENGIE Brasil Energia, and its general objective is to develop genetic/molecular tools using next generation sequencing, applying them to environmental monitoring and analysis of the genetic structure of the ichthyofauna of the reservoir of Hydroelectric Power Plant São Salvador in the state of Tocantins.

b.7.10) Costs and investments in environmental management

In 2022, the Company invested R$ 29.5 million for the implementation and maintenance of actions aimed at environmental protection, installation of cleaner technologies, personnel, control of air emissions, environmental education and training, external certification, external environmental management services, and personnel allocated to general activities of environmental management.

c. dependence on material patents, trademarks, licenses, concessions, franchises, royalty contracts relevant for the development of activities.

The Company is only dependent on concessions and authorizations from the Granting Authority for the development of its professional activities. See more detailed information on the operation of authorizations and concessions in item "1.6.a", mentioned above.

d. financial contributions, indicating the respective amounts, made directly or through third parties:

d.1) in favor of occupants or candidates for political office

The Company did not make any financial contribution in favor of occupants or candidates for political office.

d.2) in favor of political parties

The Company did not make any financial contribution in favor of political parties.

d.3) to fund the exercise of influence activity in public policy decisions, notably in the content of normative acts.

The Company did not make any financial contribution to fund the activity of influencing public policy decisions, notably the content of normative acts.

1.7 Relevant revenues in the issuer's headquarter country and abroad

a. revenue from customers attributed to the Company's home country and its share in the Company's total net revenue

Year ended	12/31/2022		12/31/2021	
In R$ million	Net Revenue	%	Net Revenue	%
Country				
Brazil	11,907	100	12,541	100

b. revenue from customers attributed to each foreign country and their share of the Company's total net revenue

There was no revenue from customers from foreign countries in the years 2022 and 2021.

1.8 Relevant effects of foreign regulation

In 2022, there were no effects of foreign regulation on the Company's activities.

1.9 Environmental, social and corporate governance (ESG) information

The Company's socio-environmental and governance policies are a reflection of its mission, vision, values and organizational culture, guiding the conduct of business and the relationship with the different audiences with which the Company interacts. They are:

- Code of Ethics and Guide to Ethical Practices
- Anti-Corruption and Bribery Policy
- Sustainable Management Policy
- Human Rights Policy
- Investment and Derivatives Policy
- Information Disclosure and Share Trading Policy
- Risk and Opportunity Management Policy
- Policies for the Appointment, Compensation and Evaluation of Directors, Directors and Committee Members
- Privacy and Personal Data Protection Policy

All the policies mentioned above are public and can be found on the Company's website at https://www.engie.com.br/investidores/governanca-corporativa/estatuto-social-codigos-e-politicas/.

a. whether the issuer discloses ESG information in an annual report or other specific document for this purpose

The Company's main means of disclosing social, environmental and governance information is the Sustainability Report, prepared annually based on the guidelines and standards of the Global Reporting Initiative (GRI), an internationally recognized methodology, since the 2007 version, and since 2019 it has added the framework of the Sustainability Accounting Standards Board (SASB). The Report, which is provided by an independent third party, also takes into account the United Nations (UN) Sustainable Development Goals (SDGs), as a way of integrating the Company's socio-environmental actions with a global development agenda. The document is available on the Company's website and consolidates the sustainability information of the Company and its subsidiaries in the period. Other instruments are also used, focused on specific audiences or events, namely: Presentations and Releases of Quarterly Results, Management Reports, Visits Program, website, social networks, among others.

b. the methodology or standard followed in preparing that report or document

The Company adopts the guidelines of the Global Reporting Initiative (GRI), Standards version, of the Sustainability Accounting Standards Board (SASB) and has gradually adhered to the Integrated Reporting framework proposed by the International Integrated Reporting Council (IIRC). The UN Sustainable Development Goals (SDGs) are also taken into account in the methodology.

c. whether this report or document is audited or reviewed by an independent entity, identifying that entity, if applicable

The Sustainability Report is verified and assured by an independent entity. The company responsible for verification and assurance the Report for the year 2022, was Bureau Veritas.

d. the page on the world wide web where the report or document can be found

The Sustainability Report is available on the Company's website: https://www.engie.com.br/investidores/informacoes-financeiras/.

e. whether the report or document produced considers the disclosure of a materiality matrix and ESG key performance indicators, and which are the most important indicators for the issuer

In order to ensure that the interests of the Company and those of its different stakeholders are considered in its Reports, the Materiality Study, which supports the sustainability reports, includes a broad process of engagement of local communities – the latest of them was performed in the second half of 2022, and involved the communities located in the surroundings of eight power plants operated by the Company, in addition to its Headquarters, gathering approximately 430 persons.

1.9 Environmental, social and corporate governance (ESG) information

It is important to mention that the sustainability groups are a recurring practice at the Company. In 2019, a wide process of dialogue with the communities was carried out with the participation of approximately 600 persons. In 2021, still under the impact of the pandemic, the activities involved 93 persons from seven Brazilian states, living close to nine projects.

The themes and respective material indicators for the Company are:

Topic	Theme	GRI Indicator
Governance and integrity	Governance and integrity	2-26; 2-27; 205-1;205-3; 406-1
Risk Management	Risk Management	3-3
Innovation	Innovation	3-3
Performance and positive impacts	Economic and operational performance	201-1; EU1; EU2
Performance and positive impacts	Promotion of sustainability in the value chain	308-1; 308-2; 414-1; 414-2
Acceleration of the transition to a carbon neutral economy	Climate strategy	2-22
Acceleration of the transition to a carbon neutral economy	Energy and emissions of greenhouse gases (GHG)	302-1; 302-3; 305-1; 305-2;305-3; 305-4; 305-6; 305-7
Care with people	Fair energetic transition	3-3
Care with people	Health, security, and development of collaborators	403-3; 403-6; 403-9; 404-1
Care with people	Promotion of human rights	2-23; 406-1
Care with people	Promotion of diversity, equity and inclusion	405-1
Care with people	Support to sustainable development of communities	413-1
Conservation of the planet	Biodiversity	304-1; 304-3
Conservation of the planet	Water and effluents	303-1; 303-3
Conservation of the planet	Solid waste	306-1; 306-2; 306-3;306-4; 306-5

f. whether the report or document considers the Sustainable Development Goals (SDGs) established by the United Nations Organization, and material SDGs for the issuer's business

Topic	Theme	Material SDGs
Governance and integrity	Governance and integrity	16
Risk Management	Risk Management	8
Innovation	Innovation	9
Performance and positive impacts	Economic and operational performance	7, 8, 9
Performance and positive impacts	Promotion of sustainability in the value chain	12, 13, 16, 17
Acceleration of the transition to a carbon neutral economy	Climate strategy	7, 13, 17
Acceleration of the transition to a carbon neutral economy	Energy and emissions of greenhouse gases (GHG)	7, 13, 17
Care with people	Fair energetic transition	7
Care with people	Health, security, and development of collaborators	3, 8
Care with people	Promotion of human rights	1,3,4,5,8,10,11
Care with people	Promotion of diversity, equity and inclusion	5, 10
Care with people	Support to the sustainable development of communities	4, 5,10,17
Conservation of the planet	Biodiversity	6,13,15
Conservation of the planet	Water and effluents	6
Conservation of the planet	Solid waste	12

g. whether the report or document considers the recommendations from the Task Force on Climate Change-Related Financial Disclosures (TCFD) or financial disclosure recommendations from other recognized entities and that may relate to climate matters

Yes, the Company has made efforts to comply, with an increasingly greater level of depth, with the recommendations from the Task Force on Climate Change-Related Financial Disclosures (TCFD). Further details are available at the Sustainability Report and in the Company's CDP report.

1.9 Environmental, social and corporate governance (ESG) information

h. whether the issuer carries out greenhouse gas emission inventories, indicating, if applicable, the scope of the inventoried emissions and the internet page where additional information can be found

The inventory is prepared based on concepts, principles and guidelines established by the GHG Protocol methodology, published by the Brazilian GHG Protocol Program (PBGHGP), using its specifications for accounting, quantification and publication of Corporate Greenhouse Gases Emissions Inventories. The equations provided by the Intergovernmental Panel on Climate Change (IPCC) are also used for calculating the emissions of certain sources and sinks.

The report's structure follows the specifications of ISO 14.064:2007 - Greenhouse Gases Management System – International Organization Standardization, 2007. The total GHG emissions of the ENGIE business group was calculated and classified in Scope 1 (direct emissions), Scope 2 (indirect emissions per energy purchased) and Scope 3 (others indirect emissions), and the Inventory is checked by an independent external party, consolidating data from the two approaches used by the Program: operational control and corporate ownership.

Complete inventories can be checked in the link: https://www.engie.com.br/investidores/informacoes-financeiras/.

i. explanation of the issuer about the following conducts, as the case may be:

i.1) non-disclosure of ESG information

The disclosure of ESG information is carried out as mentioned in item 1.9.a. above.

i.2) non-adoption of the materiality matrix

The disclosure of the materiality matrix is carried out as mentioned in item 1.9.e. above.

i.3) non-adoption of ESG key performance indicators

The disclosure of ESG key performance indicators is carried out as mentioned in item 1.9.e. above.

i.4) non-performance of an audit or revision of the ESG information disclosed

The audit or revision of the ESG information disclosed is carried out as mentioned in item 1.9.c. above.

i.5) failure to consider the SDGs or failure to adopt recommendations related to climate issues, published by the TCFD or other recognized entities, in the ESG information disclosed

The information regarding the consideration of the SDGs and the adoption of recommendations related to climate issues published by TCFD or other recognized entities is presented in items 1.9.f and 1.9.g. above.

i.6) non-performance of greenhouse gases emissions inventories

The disclosure of the performance of greenhouse gases emissions inventories is presented in item 1.9.h. above.

1.10 Information about mixed controlled companies

a. public interest that justified its creation

Not applicable, since the Company is not a government-controlled company.

b. issuer's activity in compliance with public policies, including universalization targets

Not applicable, since the Company is not a government-controlled company.

c. price formation process and applicable rules for tariff setting

Not applicable, since the Company is not a government-controlled company.

1.11 Acquisition or disposal of relevant asset

a. Purchase of important assets carried out in 2022

a.1) Purchase of the Photovoltaic Complexes of Paracatu and Floresta

With the aim of promoting the gradual replacement of thermoelectric capacity with generation from renewable sources, the Board of Directors of the Company, in the meeting carried out on 08.05.2021, approved the installation of the Independent Special Committee for Transactions with Related Parties to assess the acquisition of the Paracatu and Floresta Photovoltaic Complexes, located in the states of Minas Gerais and Rio Grande do Norte, respectively, with total installed capacity of 259.8 MWp, owned by Solairedirect Holding Brazil S.A. ("Solairedirect"), a company of the ENGIE Group, and by ENGIE Solar Brasil Energia e Consultoria Ltda. The assets are contracted for a period of 20 years in the 2nd Reserve Energy Auction of 2015. Based on the recommendation given by the Independent Committee, the Board of Directors approved on 02/14/2022 the acquisition of the assets for the amount of R$ 625 million. The purchase was completed on 03/16/2022. A net debt of approximately R$ 620 million (date base of 12/31/2021) was assumed and contracted with the National Bank for Economic and Social Development Bank (BNDES). The transaction has not constituted a significant investment and it was not classified in the provisions of Article 256 of Law No. 6.404/76 and, for this reason, it was not submitted for resolution by the general shareholders meeting.

a.2) Purchase of Serra do Assuruá Wind Complex project

On 05.05.2022, the Board of Directors of the Company approved the acquisition of development rights on the Serra do Assuruá Wind Project, which, until then, was owned by PEC Energia S.A. The Project has installed capacity of 846 MW, and it is made up of 24 wind complexes located in the municipality of Gentio do Ouro (State of Bahia). The acquisition was completed on 06/21/2022, and the maximum price of the transaction was approximately R$ 265 million. The operation has not represented a significant investment and it was not classified as provided for in Article 256 of Law No. 6.404/76. For this reason, it was not submitted for resolution by the general shareholders meeting. The implementation of the project is expected to start as from 2023.

b. Disposal of material assets carried out in 2022

b.1) Disposal of the subsidiary ENGIE Geração Solar Distribuída (EGSD)

On 02/21/2022, the sale of the Company's equity interest in the subsidiary ENGIE Geração Solar Distribuída (EGSD) was completed. The activities of ENGIE Geração Solar Distribuída were focused on the commercialization and maintenance of photovoltaic solar panels. On that date, the company ceased to be controlled and consolidated by the Company. The sale price of EGSD's total equity interest amounted to R$ 14 million.

b.2) Purchase of the subsidiary Usina Termelétrica Norte Catarinense Ltda (Norte Catarinense)

On 09/01/2022, the disposal of the Company's total equity interest in the subsidiary Norte Catarinense was completed. The corporate purpose of Norte Catarinense was the generation of electricity through the implementation and operation of the project of a thermal natural gas power plant in the municipality of Garuva (State of Santa Catarina). The sale price was R$ 13.5 million.

c. Disposal of material asets in progress in 2022

c.1) Sale of Usina Termelétrica Pampa Sul (UTE Pampa Sul)

On 09/15/2022, the Share Purchase and Sale Agreement was signed between the Company, its subsidiary ENGIE Brasil Energia Comercializadora Ltda (as sellers) and the companies Grafito Fundo de Investimento and Perfin Space X (as buyers), aiming at disposing the Company's total shareholding in UTE Pampa Sul. The sale of UTE Pampa Sul, located in Candiota (State of Rio Grande do Sul), which has an installed capacity of 345 MW and uses mineral coal as an energy source, is in line with the decarbonization strategy of the Company and the ENGIE Group, and allows focusing efforts and investments on renewable energy projects. On May 31, 2023, after compliance with the precedent conditions, the operation on total shareholdings in Pampa Sul was completed. The Company's total economic benefit from the sale will be approximately R$2.2 billion, divided between the price of sale, in the amount of up to R$450 million, and the assumption of Pampa Sul's debt by the buyers, in the amount of approximately R$1.8 billion. The sale price is subject to compliance with certain conditions set out in the Share Purchase and Sale Agreement ("Agreement") entered into between the sellers and the buyers.

1.11 Acquisition or disposal of relevant asset

c.2) Issuance of preferred shares - indirect subsidiary "Maracanã Geração de Energia e Participações S.A." ("Maracanã")

The Company's Board of Directors, in a meeting held on 05/04/2023, approved the issuance of preferred shares of the indirect subsidiary "Maracanã," all book-entry, with no par value, without voting rights, with priority in receiving dividends on net profit in the total amount of R$1,000,000,000.00 (one billion Reais), representing 12.34% of Maracanã's total capital stock. The issuance took place on 06/07/2023. The shares provide for the right to receive the dividends declared and distributed by Maracanã on a priority basis, and in the proportions set forth in the company's bylaws, which fluctuate between different proportions over the years.

1.12 Corporate operations/Increase or decrease in capital

There were no merger, spin-off, incorporation, share incorporation, capital increase or reduction operations involving the Company during the 2022 fiscal year.

1.13 Shareholders' Agreement

There is no shareholders' agreement filed in the Company.

1.14 Significant changes in business conduct

In 2022, there was no significant change in the way the Company's business was conducted.

1.15 Material Agreements Entered Into by the Issuer and its Subsidiaries

In 2022, no material agreements were entered into by the Company or its subsidiaries that are not directly related to operating activities.

1.16 Other Material Information

There is no other relevant information about this item.

2.1 Financial and equity conditions

The financial information provided in items 2.1 and 2.11 of the present Management Proposal reflects the Company's financial statements for the fiscal years ending December 31, 2022 and 2021, prepared pursuant to the International Financial Reporting Standards (IFRS) and Brazilian accounting practices.

a. General financial and equity conditions

Based on the liquidity and debt indicators, Management understands that the Company's financial and equity conditions are appropriate to the execution of its capital and investment expansion plans, as well as to meet its liquidity requirements and meet its short- and long-term obligations.

(i) Consolidated information on the fiscal year ending December 31, 2022

The year 2022 was marked by the war between Russia and Ukraine and, as a result, there are effects of the economic sanctions against Russia. As main impact, there was an increase in prices of oil, natural gas, grains and other commodities, since the sudden reduction in the offer of these products puts pressure on international market prices. The impact on the economy can be significant, depending on the size and extent of the war, which may reduce the prospects for economic growth. The Company does not have contracts with any party involved in the conflict, therefore no impacts from the war were determined. Additionally, considering that there is no worsening of the war, the Company has not estimated significant effects on results that would compromise the operational capacity and implementation of projects.

The Company made new investments in 2022, among others:

- Purchase of 100% of shares in Solairedirect Holding Brasil S.A. ("Solairedirect"), holder of Floresta and Paracatu Photovoltaic Complexes, and ENGIE Solar Brasil Energia e Consultoria Ltda. ("ENGIE Solar"), both belonging to the ENGIE Group. The Board of Directors of ENGIE Brasil Energia installed an Independent Special Committee for Transactions with Related Parties (CPR) to assess the acquisition transaction. The CPR engaged independent consultants to support this process in the following areas: (i) legal due diligence and support in negotiating the purchase and sale agreement; (ii) accounting, financial, tax and labor due diligence; (iii) technical due diligence; and (iv) consultants for issuing an opinion on the assessment and generation of value of assets (fairness opinion). The Floresta Photovoltaic Complex, located in Areia Branca (State of Rio Grande do Norte), has installed capacity of 86 MW, having hired, for a period of 20 years until 10/31/2038, 25.1 average MW at the price of R$ 421.58/MWh (December/2022), adjusted by the IPCA index, with commercial operations starting in December 2017. The Paracatu Photovoltaic Complex, located in Paracatu (State of Minas Gerais), has installed capacity of 132 MW, with a sales contract of 34.0 average MW for a period of 20 years ending on 10/31/2038, at the price of R$ 429.07/MWh (December/2022), adjusted by the IPCA index, having started its commercial operations in February 2019.
- Purchase of development rights on the Serra do Assuruá Project from PEC Energia S.A. ("PEC") by ENGIE Brasil Energias Complementares Participações Ltda. ("ECP"), a direct subsidiary of the Company. Additionally, the Company signed a supply contract for up to 188 wind turbines with Vestas do Brasil Energia Eólica Ltda., starting the implementation of Serra do Assuruá, which is expected to start commercial operations in the 2nd half of 2024.
- Purchase of lot 7 at the transmission auction No. 01/2022 promoted by Aneel, jointly with its wholly owned subsidiary ENGIE Transmissão de Energia II ("ETP II"), in order to expand a substation complementary to the Novo Estado project and a sectioning stretch of a distribution line called "Gavião Real Transmissora in Energy Ltda." ("Gavião Real"). The value of the investment estimated by Aneel is R$ 110 million, with discount of 59.9% and contracted RAP of R$ 6 million. The term of the concession is 30 years, as from the date of signature of the concession agreements, on September 30, 2022. The beginning of works and the expected start of commercial operations should take place in May 2023 and February 2024, respectively.

Still in 2022, after compliance with the precedent conditions, the sale of the Company's equity interest in the subsidiary ENGIE Geração Solar Distribuída S.A. ("EGSD") and Norte Catarinense Ltda. ("Norte Catarinense") was completed for R$ 14 million each.

2.1 Financial and equity conditions

Additionally, as a result of the Company's decarbonization strategy, on 09/15/2022, a purchase and sale agreement (SPA) was signed between the Company and ENGIE Brazil Energia Comercializadora Ltda. ("EBC"), with the buyers Grafito Fundo de Investimento em Participações Multiestratégia ("Grafito") and Perfin Space X Fundo de Investimento em Participações em Infraestrutura ("Space X"). With the sale, the Company will receive up to R$450 million in cash, scheduled for 2023, while the assumption of Pampa Sul's debt will be carried out by the buyers at the approximate value of R$ 1.8 billion. Additionally, buyers will obtain the full release of corporate guarantees provided by ENGIE in the scope of the referred debt. The signature of SPA by the Company was approved at the Board of Directors Meeting held on 09/15/2022.

Considering that the value of the sale, net of costs is lower than the book value of the net assets of the subsidiary, in 2022, a provision for impairment was recognized in the amount of R$ 191 million in investments. Nonetheless, due to the signature of the SPA on the sale of the Power Plant, in 09/30/2022, the Company reversed the impairment recognized, for the amount of R$ 27 million.

In 2022, the adjusted Ebitda was R$ 6,941 million, down 3.8%against the previous year, and the adjusted Ebitda margin increased by 0.8 p.p., from 57.5% in 2021 to 58.3% in 2022. Net income increased by 70.3%, to R$ 2,665 million in 2022, mostly due to the variation with positive effect of non-recurring transactions, mainly the reduction in impairment in between the years in question, and the impacts from inflation slowdown, which are reflected on the monetary update of concessions payable, debts and other financial expenses. Still in relation to the effects of inflation, we highlight that the indexation of energy sales contracts contributed to an increase of 11.5% in the average energy sales price, net of charges, which tends to neutralize inflation effects on medium-term results. It is important to highlight what the average energy sales price was also positively impacted by the acquisition of Floresta and Paracatu Photovoltaic Complexes, which are assets with energy contracted at prices above the average of the Company's remaining portfolio. Not considering the non-recurring effects, net of taxes, the adjusted net income in 2022 would be R$ 2,764 million, an increase of 16.7% against the adjusted net profit for 2021.

Reconciliation of adjusted Ebitda:

In R$ million	**2022**	**2021**
Net Income	2,665	1,565
(+) Income Tax and social contribution	621	255
(+) Financial Result	2,515	3,079
(+) Depreciation and Amortization	989	1,042
Ebitda	**6,790**	**5,941**
Non-recurring effects		
(+) Impairment, net	67	1,076
(+) Disposal of subsidiary	84	200
Adjusted Ebitda	**6,941**	**7,217**

The factors below support to the Company's equity and financial conditions:

- Risk rating – Fitch Ratings assigned to ENGIE Brasil Energia an 'AAA(bra)' National Long-Term Rating with stable outlook and global scale of 'BB(bra)', with stable outlook, as a result of the limit imposed by the sovereign rating, but still one level above it. The ratings are directly related to the capture of attractive credit facilities, increasing our competitiveness in the development of new projects.
- As a result of its decarbonization strategy, in 2022, the Company reached 95.9% of its own renewable capacity, a result achieved due to the exit of assets based on fossil sources and the entry of renewable sources from/to the generation portfolio. The completion of the sale of the Pampa Sul Thermoelectric Power Plant is expected for the first half of 2023, being the only asset relating to non-renewable sources present in the generation complex. Like this, the Company will achieve 100% of renewable sources.

2.1 Financial and equity conditions

- Installed capacity – On December 31, 2022, the Company had an installed capacity of 8,453.3 MW and operated a generation complex of 10,174.0 MW, made up of 76 power plants that included 11 hydroelectric plants, one conventional thermoelectric plant, 50 wind farms, three biomass plants, nine solar photovoltaic plants and two small hydroelectric plants. Of these generation complexes, 72 are fully held by the Company and four (to the hydroelectric plants of Itá, Machadinho and Estreito, and Ibitiúva Bioenergética, a biomass cogeneration plant) are commercially explored through partnerships with other companies.
- New investments: (i) acquisition of Floresta and Paracatu Photovoltaic Complexes, with installed capacity of 132 MW and 86 MW, respectively, (ii) acquisition of development rights on the Serrra do Assuruá Project, with expected implementation of 188 wind turbines; and (iii) purchase of lot 7 at the transmission auction No. 01/2022, with contracted RAP of R$ 6 million.
- In the area of infrastructure, the Transmission Systems of Gralha Azul and Novo Estado got new ONS authorizations for the partial commercial operation of its transmission lines. Gralha Azul and Novo Estado achieved 94% and 49% of the monthly RAP in December 2022, and of the assets in commercial operation on December 31, 2022, respectively. The commercial operations of Gralha Azul and Novo Estado started on February 19 and 27, 2023, respectively.

(ii) Informações consolidadas relativas ao exercício social encerrado em 31.12.2021

The year 2021 was characterized by the effects of the continuing Covid-19 pandemic and the hydrological crisis in Brazil, confirming the importance of the Company's business diversification strategy and the expansion of other renewables sources, more especially wind and solar. During the year, the Company delivered growth in transmission and wind generation, made further progress in decarbonization as well as mitigating the impact on sales volume during a year when the hydroelectric energy deficit was about 27%.

In 2021, the Company undertook investments aligned to its diversification strategy, most notably being in projects involving the Novo Estado and Gralha Azul Transmission Systems, the Campo Largo II and Santo Agostinho – Phase I wind complexes, the modernization of the Salto Osório Hydropower Plant, as well as the acquisition of a stake in the Assú Sol Photovoltaic Complex. Again, in line with the Company's decarbonization strategy, the Company sold the Diamante Geração de Energia Ltda. ("Diamante") subsidiary, responsible for the ownership of the entire Jorge Lacerda Thermoelectric Complex. An impairment was constituted for the Usina Termelétrica Pampa Sul S.A. In addition to the factors above, the effects of laws 14,052/2020 and 14,182/2021 in 2021 allowed the claw-back and booking of costs relative to the renegotiation of hydrological risk worth R$ 1,591 million.

In this context, adjusted Ebitda reached R$ 7,217 million, an increase of 12.3% in relation to the preceding year while the adjusted Ebitda margin reported an increase of 4.7 p.p., from 52.8% in 2020 to 57.6% in 2021, despite the challenging hydrological scenario. On the other hand, net income recorded a reduction of 44.0%, totaling, in 2021, R$ 1,565 million, largely due to the asset impairment value and the impact of accelerated inflation, which impacted monetary restatement of concessions payable, loans and other financial expenses. With respect to the effects of inflation, we would point out that the indexation of energy sales contracts increased the average price of energy sales by 4.9%, net of charges. The tendency therefore will be for inflationary effects on results over the medium term to be neutralized. Excluding the non-recurring effects net of taxes, adjusted net income in 2021 would have been R$ 2,369 million, a decrease of 11.8% in adjusted net income for 2020.

b. Capital structure

The Company manages its capital in such a manner as to maximize investor returns by optimizing the balance of debt and equity, pursing a capital structure and keeping indebtedness and debt coverage ratios capable of providing a return on investors' capital.

The Company's business features high operational cash generation, due mainly to its high margins arising from the electric energy generation activity's capital-intensive nature and the strict control that the Company's Management exerts over costs and expenses.

2.1 Financial and equity conditions

The main components of the Company's capital structure as follows:

In R$ million	12.31.2022	12.31.2021
Gross debt[1]	18,150	20,587
(-) Cash and cash equivalent and restricted deposits	2,465	5,975
Net debt	15,685	14,612
Long-term debt[2] (% of gross debt)	90.4%	83.0%
Equity	8,440	7,933
Leverage[3]	65.0%	64.8%
Capital structure composition:		
- Own capital (Equity / total liabilities)	22.2%	20.8%
- Third parties' capital (current and non-current liabilities / total liabilities)	77.8%	79.2%

(1) Includes loans and financings, debentures and and preferred shares redeemable (current and non-current) – net of hedging effects.
(2) Gross non-current debt includes loans and financings, debentures and promissory notes, all non-current – net of hedging effects.
(3) Net debt / (Net debt + Equity).

On December 31, 2022, total consolidated gross debt represented in the main by loans, financing, debentures and redeemable preferred shares, net of the effects of hedge operations, totaled R$ 18,150 million — a decrease of 11.8% (R$ 2,437 million) compared to the position on December 31, 2021. The average debt tenor at the end of 2022 was 7.6 years.

The change in the Company's indebtedness is related with a combination of the following events had in 2022: (i) R$ 1,789 million transfer of financing and debentures of subsidiaries reclassified to Asset Held for Sale; (ii) R$ 789 million drawdowns from the Banco Nacional de Desenvolvimento Econômico e Social (BNDES) and onlending banks to the construction of Santo Agostinho Wind Complex and Gralha Azul and Novo Estado Transmission Systems; (iii) R$ 794 million arising from the acquisition of subsidiaries Floresta and Paracatu; (iv) generation of R$ 2,325 million in charges incurred and to be paid and monetary restatement; and (v) R$ 4,556 million in amortizations of loans, financing and debentures.

c. Payment capacity relative to financial obligations

Give the Company's debt profile and liquidity position, Management believes that, assuming regular market conditions, it will be fully able to honor existing current and long-term liabilities and to continue expanding investments.

Management further understands that, under regular market conditions, solid cash generation affords the Company comfortable margin honoring all of its existing long-term liabilities.

The table next lists the main debt-repayment capacity indicators used by the Company.

In R$ million	12/31/2022	12/31/2021
Adjusted Ebitda	6,941	7,217
Financial expense	2,373	2,310
Financial result	2,515	3,079
Gross debt	18,150	20,587
Net debt	15,685	14,612
Net debt / Adjusted Ebitda	2.3	2.0
Gross debt / Adjusted Ebitda	2.6	2.9
Adjusted Ebitda / Financial expense	2.9	3.1
Operational cash flow	3,338	1,971

Over the past three fiscal years, the Company has honored its obligations to third parties such as suppliers, dividends, debts and grants payable, among others.

2.1 Financial and equity conditions

The Company's net debt stood at R$ 15,685 million as at 12/31/2022 corresponding to 2.3 times the adjusted Ebitda for the non-recurring effects, booked in 2022 of R$ 6,941 million. Additionally, the Company posted a positive operational cash flow of R$ 3,337 million in 2022. Based on the results registered and on the business plan, the Officers of the Company are reinforcing the payment capacity in relation to the financial commitments taken on.

Fitch Ratings has assigned to the Company the Domestic Long-Term Rating 'AAA (bra)', with stable outlook, and the global rating 'BB (bra)', with stable outlook, one level above the sovereign rating. Ratings are directly related with the capture of attractive credit facilities, increasing the Company's competitiveness developing new projects.

d. Sources of financing for working capital and investment in non-current assets

The Company uses lines of credit from top-ranking financial institutions to cover any short- and medium-term cash needs.

As concerns the Company's investment projects, in addition to using some of its cash generation, the main source of financing is the Brazilian Development Bank (BNDES), either directly or through Banks that lend-on BNDES lines. In addition to BNDES, the Company also uses other development banks, such as Banco da Amazônia (BASA) and Banco do Nordeste (BNB). These institutions normally offer interest rates and terms of payment compatible with the return on energy generation projects.

If the investment project is not eligible for BNDES financing or due to financing-cost issues, the Company may use other sources of incentivized funding such as the Constitutional Financing Fund for the Northeast (FNE), the Constitutional Financing for the Center-West (FCO), the capital markets through the issuance of promissory notes and/or debentures or other sources of funding, in order to maintain an adequate capital structure and liquidity. The Company constantly evaluates operations financing alternatives.

In 2021, the Company used as its main source of financing, BNDES resources and currency loans, the exchange variation of which protected by swap operations and resources raised through the issue of debentures. In 2022, the Company used funds from BNDES and BASA as its main sources of financing.

e. Sources of financing for working capital and for investments in non-current assets to be used to cover liquidity shortfalls

Notwithstanding the fact that Management does not foresee any liquidity deficiency, the Company holds standby credit lines (working capital, long-term financing and bank guarantees) from first class financial institutions.

In the event that it should need to draw on financing for working capital, the Company intends to use credit lines available in the market from first class credit institutions. In the case of financing of non-current assets, the Company intends as a priority to use long-term financing resources directly from the BNDES or its Lend-On Banks.

In addition, because of the high rating assigned by ratings agency Fitch Ratings, the Company has ready access to the capital markets should it need to obtain additional funding.

2.1 Financial and equity conditions

f. Indebtedness levels and debt characteristics, further describing:

The principal information on debt taken from Financial Institutions is described as follows:

(i) material loans and financing agreements

Main Debt Conditions

		Payment Conditions		Amounts in R$ million	
Companies / Banks	**Interest**	**Matur.**	**Principal and interest**	**12.31.2022**	**12.31.2021**
Controlling Shareholder:					
Domestic currency:					
BNDES Lend-on (Banks)	3.68% p.a.	Nov/2024	Monthly	-	2
NIB	IPCA + 3.55% p.a.	Oct/2022	Principal: Monthly Interest: Quarterly	-	33
Foreign currency (US Dollars):					
BNP Paribas IV	2.7300% p.a. with swap for CDI + 1.33% p.a.	Apr/2023	Principal: 04.2023 Interest: Semi-annual	522	566
BNP Paribas III	2.5400% p.a. with swap for CDI + 1.70% p.a.	Mar/2024	Principal: 03.2024 Interest: Semi-annual	635	719
MUFG V	1.8914% p.a. up to 10.2021 & 2.0057% p.a. up to 10.2025 both with swap for CDI + 1.32% p.a.	Oct/2025	Principal: 50% at 10.2024 and 50% at 10.2025	439	501
Scotiabank IV	2.002% p.a. with swap for CDI + 1.35% p.a.	Jul/2026	Principal: 07.2026 Interest: Semi-annual	479	567
HSBC	7.3706% p.a. with swap for 3.3900% p.a.	May/2022	Principal: 05.2022 Interest: Semi-annual	-	524
Scotiabank III	3.3600% p.a. with NDF in dollars at a fixed rate of R$ 5.8580	May/2022	Principal: 05.2022 Interest: Semi-annual	-	560
BNP Paribas II	3.5476% p.a. with NDF in dollars at a fixed rate of R$ 5.8550	May/2022	Interest: Semi-annual Principal: 05.2022	-	280
Scotiabank I	3.3710% p.a. with NDF in dollars at a fixed rate of R$ 5.8358 (05.2022) and R$ 6.1535 (11.2022)	Nov/2022	Principal: 11.2022 Interest: Semi-annual		1,122

2.1 Financial and equity conditions

		Payment Conditions		Amounts in R$ million	
Companies / Banks	**Interest**	**Maturity**	**Principal and interest**	**12.31.2022**	**12.31.2021**
Controlled Entities:					
Domestic Currency:					
Ferrari					
BNDES Expansion	TJLP + 1.76% p.a.[(a)]	Jul/2032	Monthly	45	50
Assú V					
Banco do Nordeste do Brasil	IPCA + 1.7624% p.a.	Jul/2038	Principal: Monthly from 08.2023 Interest: Quarterly up to 07.2023 and then monthly	88	90
Banco do Nordeste do Brasil	12 months average IPCA + 4.4108% p.a.	Aug/2039	Principal: Monthly from 09.2024 Interest: Quarterly up to 08.2024 and then monthly	9	-
Campo Largo					
BNDES	TJLP + 2.52% p.a. [(a)]	Jun/2035	Monthly	395	423
BNDES	TJLP + 1.82% p.a. [(a)]	Jun/2035	Monthly	460	493
Pampa Sul					
BNDES	TJLP + 3.09% p.a. [(a)]	Jan/2036	Monthly	761	785
Umburanas					
BNDES	IPCA + 3.91% p.a.	Dez/2038	Monthly	1,275	1,275
Gralha Azul					
BNDES	IPCA + 3.83% p.a.	Mar/2044	Monthly, from October 2023	1,817	1,569
Campo Largo II					
BNDES	IPCA + 4.23% p.a.	Dec/2039	Monthly	1,386	1,382
Novo Estado					
BNDES	IPCA + 4.67% p.a.	May/2044	Monthly	2,155	1,924
BASA	IPCA + 1.4452% p.a.	Aug/2044	Monthly	799	734
Santo Agostinho					
BNDES	IPCA + 6.16% p.a.	Nov/2045	Monthly	630	-
Floresta and Paracatu					
BNDES	IPCA + 2.15% p.a.	Oct/2036	Monthly	261	-
BNDES	IPCA + 4.98% p.a.	Oct/2038	Monthly	517	-

[(a)] The banks are the following ones: Itaú Unibanco, Itaú BBA, Bradesco, Santander and Votorantim.
[(b)] The amount corresponding to the TJLP installment that exceeds 6% p.a. is incorporated into the principal amount.

2.1 Financial and equity conditions

Additional information on the more relevant loan and financing agreements of the Company and its controlled entities

Balances as of December 31, 2022 and 2021 of the loans listed below can be found in the table provided with foregoing item f(i).

The BNDES pass-on through its Pass-On Banks – Itaú Unibanco, Bradesco, Santander and Votorantim – were used in the construction of the São Salvador Hydroelectric Power Plant.

Financing secured by controlled entities that have been consolidated into the Company are under the Project Finance mode. To this end, Special Purpose Entities (SPEs) were formed to implement the respective projects.

- Foreign currency-denominated loans

In 2021, the Company took foreign currency-denominated loans from the Scotiabank. The funds were raised with the main purpose of financing the construction and modernization of the Company's electricity generating complex and manage its cash flow to ensure continued implementation of its business plan.

The Company has swap operations contracts with Brazilian subsidiaries of the same financial institutions from which it contracted loans in dollars, in order to protect future payment flows of principal and interest against exchange rate fluctuation. These operations were designated as hedge instruments, converting the loans in dollars to Reais and the fixed for a floating rate (CDI).

Maturity of the principal and amortization of interest of the loans and hedges will occur exactly on the same dates. Important to point out that the Company's Derivatives and Investment Policy establishes that the use of fixed financial derivative instruments is restricted to protecting risks (hedge) and should maintain a close correlation to the profile of debt, volumes and terms.

A The main conditions of the loans, swaps operations and NDF taken were as follows:

	Amount		Loans, long swap position and NDF	Short swap position and NDF	
Banks	US$ million	R$ million	Δ US$ + Interest (p.a.)	Condition	Maturity
BNP Paribas IV	100	518	2.73%	CDI + 1.33% p.a.	04.2023
BNP Paribas III	125	632	2.54%	CDI + 1.70% p.a.	03.2024
MUFG V	95	500	1.8914% p.a. up to 10.2021 & 2.0057% p.a. up to 10.2025	CDI + 1.32% p.a.	10.2025
Scotiabank IV	102	530	2.002% p.a.	CDI + 1.35% p.a.	07.2026
HSBC	135	534	7.3706%	3.398% p.a.	05.2022
Scotiabank III	100	596	3.3600%	Fixed rate in dollars of R$ 5.8580	05.2022
BNP Paribas II	50	298	3.5476%	Fixed rate in dollars of R$ 5.8551	05.2022
Scotiabank I	200	1,272	3.371%	Fixed rate in dollars of R$ 5.8358 (05.2022) and R$ 6.1535 (11.2022)	11.2022

Loan and financing guarantee

The Company maintains a guarantee for the loan and financing agreements described next. The Company provides no guarantees in connection with the other loans.

BNDES, BNDES onlending banks and BASA

- Financing of Wind Projects: (a) chattel mortgage of rights arising from the permit; (b) chattel mortgage of credit rights; (c) lien of all the shares representing the capital stock of the controlled companies; (d) lien on goods and equipment relative to the projects; (e) reserve account in an amount equivalent to three months' debt service; (f) reserve account in an amount equivalent to three months' operation and maintenance expenses under the contract; and (g) corporate guarantee of ENGIE Brasil Energia or ECP.

- Financing of transmission operations: (a) chattel mortgage of rights arising from the permit; (b) chattel mortgage of credit rights; (c) lien on all the shares representing the capital stock of the controlled companies; (d) reserve account in an amount equivalent to three months' debt service; and (e) corporate guarantee of ENGIE Brasil Energia or bank guarantee.

Banco do Nordeste do Brasil (BNB)

- Financing of photovoltaic operations: (a) corporate guarantee of ECP or bank guarantee; e (b) reserve account in an amount equal to a minimum of 4.09% of the project's balance owed.

2.1 Financial and equity conditions

(ii) other long-term relations with financial institutions

a) Debentures

Represented by the debentures issued by the Company and by controlled entities Jaguara, Miranda and Pampa Sul. On December 31, 2022 and 2021, the Company had the following outstanding issues:

				Payment Conditions		In R$ million	
	Quantity	Compensation	Guarantee	Interest / Monetary Restatement	Principal	12/31/2022	12/31/2021
Controlling Company:							
5th Emission – Single series	165,000	IPCA + 6.3000% p.a.	No guarantee	Annual in December	3 Annual installments from 12.2022	176	250
6th Emission - Serie 1	246,600	IPCA + 6.2621% p.a.	No guarantee	Annual in July	3 Annual installments from 07.2021	116	218
6th Emission - Serie 2	353,400	IPCA + 6.2515% p.a.	No guarantee	Annual in July	3 Annual installments from 07.2024	496	468
7th Emission - Serie 1	515,353	IPCA + 5.6579% p.a.	No guarantee	Annual in July	2 Annual installments from 07.2024	670	632
7th Emission - Serie 2	231,257	IPCA + 5.9033% p.a.	No guarantee	Annual in July	3 Annual installments from 07.2026	300	283
9th Emission – Serie 1	576,095	IPCA + 3.7000% p.a.	No guarantee	Annual in July	2 Annual installments from 07.2025	720	679
9th Emission – Serie 2	539,678	IPCA + 3.9000% p.a.	No guarantee	Annual in July	3 Annual installments from 07.2027	674	636
9th Emission – Serie 3	378,827	IPCA + 3.6000% p.a.	No guarantee	Semi-annually in July and January	2 Annual installments from 07.2025	473	446
9th Emission – Serie 4	105,400	IPCA + 3.7000% p.a.	No guarantee	Semi-annually in July and January	3 Annual installments from 07.2027	131	124
10th Emission – Single series	400,000	IPCA + 5.7158% p.a.	No guarantee	Annual in September	24 Annual installments from 09.2023	427	400
Controlled Entities:							
Jaguara							
1st Emission - Serie 1	483,000	107% p.a. on Δ DI rate with swap to IPCA + 4.47% p.a.	Real guarantee	Semi-annually in June and December 9 semi-annual installments from 06.2019		53	159
1st Emission - Serie 2	634,000	IPCA + 6.4962% p.a.	Real guarantee	Semi-annually in June and December 15 semi-annual installments from 06.2020		718	716
Miranda							
1st Emission - Serie 1	299,000	107% p.a. on Δ DI rate with swap to IPCA + 4.47% p.a.	Real guarantee	Semi-annually in June and December 9 semi-annual installments from 06.2019		33	99
1st Emission - Serie 2	386,000	IPCA + 6.4962% p.a.	Real guarantee	Semi-annually in June and December 15 semi-annual installments from 06.2020		460	451
Pampa Sul							

1st Emission - Serie 1	102,000	IPCA + 6.25% p.a.	Real guarantee	Semi-annually in April and October	14 semi-annual installments from 10.2021	114	114
1st Emission - Serie 2	238,000	IPCA + 7.50% p.a.	Real guarantee	Semi-annually in April and October	17 semi-annual installments from 10.2028	289	273
2nd Emission - Serie 1	150,000	IPCA + 4.50% p.a.	Real guarantee	Semi-annually in April and October	14 semi-annual installments from 10.2021	158	157
2nd Emission - Serie 2	432,000	IPCA + 5.75% p.a.	Real guarantee	Semi-annually in April and October	17 semi-annual installments from 10.2028	466	434

2.1 Financial and equity conditions

Additional information on debentures

- Fifth debenture issue - Single series

In December 2014, the Company issued 165,000 simple debentures, non-convertible, single series of the unsecured type, with a nominal value of R$ 1 thousand making the total amount of R$ 165 million on the date of issue. These debentures are adjusted by the IPCA and yield interest corresponding to 6.3% p.a., calculated on the Restated Unit Face Value. Payment of this compensation is annual, the first disbursement taking place on December 15, 2015. The principal will be repaid in three annual installments on 12.15.2022, 12.15.2023 and 12.15.2024. The public debentures offering was liquidated on 12.23.2014 and the proceeds were used to modernize the Salto Santiago and Passo Fundo Hydroelectric Power Plant.

- Sixth debenture issue - Series 1 and 2

In July 2016, the Company issued 600,000 simple, non-convertible, unsecured debentures in two series with a nominal value of R$ 1 thousand, amounting to a total of R$ 600 million, or R$ 586 million, net of funding costs. The debentures are restated at the IPCA and carry an interest rate corresponding to 6.2621% p.a. and 6.2515% p.a. for Series 1 and 2, respectively, payable on the Restated Nominal Unit Value. Remuneration is paid annually and payments of principal take place in three annual installments, the first in July 2021 and the remainder in July 2023 and 2024 for Series 1 and 2, respectively. The funds raised have been allocated for the installation of the Pampa Sul Thermal Power Plant.

- Seventh debenture issue - Series 1 and 2

In July 2018, the Company issued 746,610 simple, non-convertible, unsecured debentures in two series pursuant to CVM Instruction 400/2003, with a nominal value of R$ 1 thousand, for a total amount of R$ 747 million (R$ 728 million, net of fundraising costs). These debentures are restated at the IPCA and yield interest at 5.6579% p.a. and 5.9033% p.a. for Series 1 and 2, respectively, payable on the Restated Nominal Unit Value. Payment is made annually, and the principal of Series 1 will be repaid in 2 annual installments due on 07.15.2024 and 07.15.2025, and the principal of Series 2 will be repaid in 3 annual installments due on 07.15.2026, 07.15.2027 and 07.15.2028. The offering was liquidated on 07.25.2018 and the proceeds were allocated to installation of the Campo Largo Wind Complex and the refinancing of a portion of the Jaguara and Miranda promissory notes.

- Ninth debentures issue – Series 1, 2, 3 and 4

On Jul 15, 2019 the Company issued 1,600,000 simple, non-convertible, unsecured debentures (9th issue) for public distribution, pursuant to CVM Instruction 400, of Dec.29.2003, with a nominal value of R$ 1 thousand, for a total R$ 1,600 million (R$ 1,578 million, net of fundraising costs). Payment of remuneration began in July 2021 and will take place on an annual basis for Series 1 and 2 and semi-annually for Series 3 and 4. Amortization for Series 1 and 3 will take place in 2 installments in July 2025 and 2026 and for Series 2 and 4 in 3 annual installments in July 2026 and 2027. Financial settlement took place on Aug.07.2019 and the funds raised were allocated to implementing Assú V PVP, Umburanas, Jaguara and Miranda HPP.

- Tenth debenture issue – Single series

In October 2021, the Company issued 400,000 simple debentures (10th issue), non-convertible, of the unsecured type, in a single series, pursuant to CVM Instruction 476/2009, with a nominal unit value of R$ 1 thousand, amounting to a total of R$ 400 million (R$ 385 million net of funding costs). These debentures are restated at the IPCA and yield interest corresponding to 5.7158% p.a., on the Restated Unit Nominal Value. Payment of this remuneration is annual, beginning September 2022. Principal will be amortized in 24 annual installments beginning 2023, ending September 2046. The settlement of the public offering of the debentures took place on October 18, 2021 and the resources raised were allocated to the Campo Largo II Wind Complex and the Gralha Azul Transmission System.

2.1 Financial and equity conditions

- First debenture issue - Series 1 and 2 – Jaguara and Miranda

In June 2018, directly controlled entities Jaguara and Miranda issued 1,117,000 and 685,000 debentures, respectively, in two series, restricted effort, in the nominal value of R$ 1 thousand, for a total of R$ 1,117 million and R$ 685 million, respectively. These debentures yield 107% of the CDI rate and IPCA + 6.4962% p.a. for Series 1 and 2, respectively. Payments are made twice annually. Repayment of the principal of Series 1 will take place in 9 twice annually installments from 06.2019, and repayment of Series 2 will take place in 15 twice annually installments from 06.2020. The funds raised have been allocated to early repayment of a portion of the amount raised by means of promissory notes.

To fully hedge future principal and interest payment flows against changes in the DI rate, swaps were entered into with Banco Itaú BBA on 12.19.2018 at the IPCA rate + 4.47% p.a.

Because of the financial instrument's characteristics, the Company applied fair-value hedge accounting rules for the purposes of their booking. Therefore, the hedged debentures and the hedge instrument (swap) itself are measure at fair value, protecting the Company from the financial effects of CDI changes on the debentures.

- Second debenture issue – Series 1 and 2 – Pampa Sul

In November 2020, the directly controlled entity Pampa Sul issued 582,000 non-convertible debentures in two series, pursuant to CVM Instruction 400/2003 with a nominal value of R$ 1 thousand, making a total of R$ 582 million (R$ 511 million, net of funding costs). These debentures are remunerated at IPCA + 4.50% p.a. and IPCA + 5.75% p.a. for Series 1 and 2, respectively. Payment of remuneration will be semi-annual as from 10.2021. Amortization of principal relative to Series 1 will be made in 14 semi-annual installments as from October 2021 and Series 2 in 17 semiannual annual installments as from October 2028. The debentures were issued for optimizing the capital structure of Pampa Sul.

- First debenture issue – Series 1 and 2 – Pampa Sul

In September 2020, the directly controlled entity Pampa Sul issued 340,000 non-convertible debentures in two series, pursuant to CVM Instruction 476/2009, with a nominal value of R$ 1 thousand, making a total of R$ 340 million (R$ 338 million, net of funding costs). These debentures are remunerated at IPCA + 6.25% p.a. and IPCA + 7.50% p.a. for Series 1 and 2, respectively. Amortization of principal relative to Series 1 will be made in 14 semi-annual installments as from October 2021 and Series 2 in 17 semiannual annual installments as from October 2028. The debentures were issued for optimizing the capital structure of Pampa Sul.

In 2020, the Company acquired the total debentures, or 340,000 debentures, issued by Pampa Sul in 2021. The Company has negotiated these debentures in the secondary market. The amounts involved in the negotiation totaled R$ 411 million; of this total, R$ 379 million refers to the value of principal and interest, while R$ 32 million (R$ 31 million, net of PIS and Cofins) to gains recorded on the sale of debentures.

b) Redeemable preferred shares

The Company's Board of Directors, at a meeting on August 21, 2020, approved the issue of redeemable preferred shares of the indirectly controlled entity Novo Estado Participações ("NEP"), all book entry, with no par value, without voting rights, with the right of receiving fixed dividends in the total amount of R$ 500 million (R$ 477 million, net of issuance costs). The issue took place on September 1, 2020. The shares give the right to participate in dividends declared and distributed by NEP on a priority and cumulative basis. As from the six months immediately following the entry into operations of the Transmission System, dividends will be allocated on a six-monthly basis, NEP not being obliged to distribute dividends prior to this event.

The number of redeemable preferred shares totals 95,446,379, subdivided into 12 classes, with different redemption terms, the redemption term of the last class being on October 31,2034. The issue and redemption per share are shown below:

	Value of issue per share	Capitalized value per share	Capital reserve value per share
Novo Estado Participações S.A.	5.2385	2.6192	2.6192

2.1 Financial and equity conditions

For corporate purposes, in the indirect controlled entity NEP, the total value of the issue was allocated partly as paid-in capital stock in the amount of R$ 250 million and part as capital reserve, in the amount of R$ 250 million. For booking effects in accordance with accounting practices adopted in Brazil, this transaction was considered a debt instrument and therefore the total amount of the issue was registered as a non-current liability. There are no differentiated rights between preferred and common shares other than the priority of receiving payment of any earnings and distributions by NEP.

(iii) debt subordination degree

The debt subordination degree is as follows: (i) financing with collateral; (ii) unsecured loans and (iii) unsecured debt issues.

The debts with collateral guarantees are deemed to be all those that require collateral, comprising bank warrants, pledges and other forms of collateral.

Unsecured debts are those with no guarantee, or with guarantor, to include warrants and pledges, among other forms of guarantor security.

Furthermore, in the event of court-assisted composition with creditors, the Company will abide by the contents of Law No. 11,101/05, as amended, to determine the order of preferred payment of all creditors.

(iv) any constraints on the issuer, especially in relation to debt limits and the engagement of new debt, distribution of dividends, sale of assets, issue of new securities and the sale of corporate control, as well as the Company's record of compliance with such constraints

a) Loans and financing

On 12.31.2022 the Company was subject to the following covenants – financial ratios and limits – pursuant to its loan and financing contracts:

Debt	Covenants
Controlling Company:	
HSBC, Scotiabank, MUFG and BNP Paribas	Ebitda / financial expenses ≥ 2.0 (i) Gross debt /Ebitda ≤ 4.5
BNDES Expansion of Ferrari (Obligation of co-signor)	Consolidated: Gross deb/Ebitda ≤ 4.5 Net debt /Ebitda ≤ 3.5
Controlled Entities:	
BNDES, BNB and BASA	Debt service coverage ratio[1] ≥ 1.1 or ≥ 1.2 or ≥1.25

(1) Debt service coverage ratio: Activity cash generation / Debt service.

Financing contracts with BNDES are formalized by entry into financing agreements through the opening of a line of credit, subject to the provisions applicable to BNDES agreements.
Under these provisions, in addition to the financial covenants described in the table presented above, obligors may not, without the prior authorization of BNDES: (i) give preference to other credits; (ii) amortize shares; (iii) issue debentures; (iv) issue beneficiary parties; (v) take on new debt, except as explicitly provided in the BNDES agreements; (vi) sell or encumber fixed assets; and (vii) distribute dividends higher than the mandatory minimum in certain controlled companies.

Furthermore, BNDES may declare early maturity of the agreement and demand immediate repayment in the event of default on obligations before it accepted by the beneficiary of the credit, its subsidiaries, intervening parties, or a member entity of the Conglomerate to which the company belongs. Another early-maturity case occurs in the event of changes to effective direct or indirect control of the beneficiary of the credit without the bank's prior consent. In addition, other events affecting the project's operating capacity, or the guarantees provided to the bank are ordinarily regarded as early-maturity cases.

Moreover, more comprehensive items such as unappeasable sentencing in a case involving child labor, slave labor or crimes against the environment also imply early maturity of financial instruments of this type.

2.1 Financial and equity conditions

The Company and its subsidiaries are compliant with the covenants as provided in its loan and financing agreements. The commitments are verified on an annual basis as established in these agreements.

b) Debentures

	Debt	Covenants
Controlling Company	5th, 6th, 7th e 9th emissions	(i) Consolidated: Ebitda/ financial expenses ≥ 2.0 (ii) Consolidated: Gross debt/Ebitda ≤ 4.5
Jaguara and Miranda	1st emission	Debt service coverage ratio ≥ 1.10
Pampa Sul	2nd emission	Debt service coverage ratio ≥ 1.10[1]

(1) Greater or equal to a ratio of 1.1 for the purposes of early maturity and greater or equal to a ratio of 1.2 for the purposes of distribution of any resources to shareholders, except statutory minimum dividends.

2.1 Financial and equity conditions

In addition to the financial commitments described in the table, as per the debentures indenture, the Company must not allow any of the following to occur, under penalty of early maturity. The list contemplates the most restrictive items for the Company's outstanding debentures issues: (i) more than 2 working day's late payment of monies as provided in the debentures indenture; (ii) noncompliance with a non-monetary obligation standing for over 10 business days, or, in the event of notice given by the Fiduciary Agent, after 5 business days from such notice as provided in the debenture deed; (iii) non-payment of any obligations which, individually or together, are equal to or greater than R$ 100 million for the 5th and 6th issues, R$ 120 million for the 7th and 9th issues, R$ 250 million for the 10th and R$ 50 million for controlled entities; (iv) early maturity of any debts whose individual or joint amount exceeds R$ 100 million for the 5th and 6th issues, R$ 120 million for the 7th, 8th and 9th issues, R$ 250 million for the 10th and R$ 50 million for controlled entities; (v) protest of the securities of the Company or any of its controlled entities in an individual or joint amount in excess of R$ 100 million for the 5th and 6th issues, R$ 120 million for the 7th and 9th issues, R$ 250 million for the 10th and R$ 50 million for controlled entities, that the Company fails to clear within 5 business days from receipt of the protest notice; (vi) liquidation, dissolution, termination or any manner of corporate reorganization of the Company's controlled entities and the Company itself, except where the succeeding entity or entities are also under the direct or indirect control of a member company of the Company's conglomerate and the assets remain within the Company's conglomerate, and, furthermore, this does not imply a downgrade of the Company's risk rating below AA, local scale, according to Standard & Poor´s or Fitch, or a similar rating according to Moody's; (vii) in- or out-of court voluntary or involuntary bankruptcy, or any similar proceeding characterizing the insolvency of the Company or its controlled entities; (viii) application for or declaration of bankruptcy of the Company or its controlled entities, except where such a filing is challenged and proof is provided of the timely required court deposit, where applicable; (ix) spin-off, merger, or any manner of corporate reorganization of the Company, except where: (ix.i) the change has been approved at a General Debenture Holders' Meeting; (ix.ii) the right of early redemption is assured to debenture holders who fail to agree with the reorganization; or (ix.iii) the successor entity is directly or indirectly controlled by a member company of the Company's conglomerate and its assets remain within the Company's conglomerate and, concomitantly, this does not ensue downgrade of the Company's risk rating below AA, local scale, according to Standard & Poor´s or Fitch, or a similar rating from Moody's; (x) change in direct or indirect share control of the Company, except were such a change does not lead to a downgrading of the Company's risk ratings; (xi) divestment, inoperativeness or prolonged stoppage or any other form of disposal, on the part of the Company, of fixed assets representing, individually or collectively, 25% of the Company's electric energy generation capacity in a way that provenly affects the Company's economic and financial capacity; (xii) intervention or loss of a concession/permit representing more than 25% of the installed capacity in such a manner that provenly affects the Company's economic and financial capacity in connection with issues of the controlling company, and loss of the Concession Contract, except where, within a period of fifteen (15) working days from gaining awareness of any such facts, the Issuer provides evidence of a finding in favor of the cancellation reversal, suspension, recall, takeover, expiration or extinction or secures judiciary relief ensuring service continuity and as long as such an injunction is not revoked for its controlled entities; (xiii) corporate-type change of the Company; (xiv) reduction of the Company's equity capital, except if approved by the General Debenture Holders' Meeting; (xv) payment of dividends, interest on equity capital or any other form of profits payout as prescribed in the Bylaws, except for payment of the minimum mandatory dividends pursuant to the Corporations Law, if the Company is in default on any financial obligation in connection with the debentures; (xvi) assignment, pledge of assignment, or any manner of transfer to third parties of the rights and obligations arising from the debentures issued, in the absence of the debenture holders' prior consent; (xvii) non-renewal, cancellation, recall or suspension of the permits, concessions, grants, or licenses needed for execution of the Company's operations implying the interruption or suspension of 25% of the Company's electricity generating capacity and causing significant effects in connection with the Company's ability to honor the obligations stemming from the debentures indenture; (xviii) failure to comply with any court or administrative finding or court sentence that cannot be appealed or unappealable arbitration finding, in an individual or global amount equal to or greater then R$ 100 million for the 5th and 6th issues, R$ 120 million for the 7th and 9th issues, R$ 250 million for the 10th and R$ 50 million for controlled entities; (xix) failure to maintain a corporate risk rating of at least AA, local scale, from Standard & Poor's or Fitch, or a similar rating from Moody's; and (xx) failure to use the proceeds from the debentures issue as provided in the respective debenture indenture.

Financial covenants and restrictions are being fully complied with by the Company.

2.1 Financial and equity conditions

g. Contracted financing limits and percentage usage

In April 2022 million was drawn R$ 79 million, related to the financing of the indirect parent company Gralha Azul with BNDES, contracted in 2020. In 2020, R$ 602 million and in 2021 R$ 800 million were drawn down, a total of R$ 1,481 million – 100.0%. The funds were allocated to the financing of the construction of the transmission system project.

In April 2020, the indirectly controlled companies that make up the Campo Largo II Wind Complex, contracted financing with the BNDES for R$ 1,243 million. In 2020 R$ 862 million was drawn and in 2021 R$ 369 million, totaling R$ 1,231 million – 99.0%. The resources were allocated to financing the construction of wind farms of the Campo Largo II Wind Complex.

In June 2020, the indirectly controlled company Novo Estado contracted financing from the BNDES in the amount of R$ 1,710 million. In 2020 R$ 755 million, in 2021 R$ 910 million and in 2022 R$ 45 million, totaling 100% drawn in 2022. Additionally, in August 2020, the indirectly controlled entity Novo Estado contracted financing from Banco da Amazônia S.A. (BASA) for R$ 800 million. The amount of R$ 70 million was released in 2022, while the amount of R$ 730 million was released in 2021, adding up to the total amount contracted. The funds were allocated to the financing of construction works of the transmission system.

In November 2021, through its indirectly controlled subsidiaries comprising the Santo Agostinho Wind Complex – Phase I, financing was agreed with the BNDES worth a total of R$ 1,473 million. The amount of R$ 606 million – 41.1% was released in 2022. The funds will be allocated to the financing of the construction of the wind power generation plants of the complex.

In December in 2022, the Company closed a financing agreement with BNDES in the amount of R$ 1,500 million. The deadline for release of total funds is August 2025. The resources will be intended to finance the construction of the Assuruá Project. The first release is expected for March 2023, in the amount of R$500 million.

h. Significant changes to income and cash flow statement items

h.1) Comparative analysis between the results for the fiscal years ending December 31, 2022 and 2021 prepared pursuant to the IFRS and the CPC:

Amounts in R$ million	2022	% of revenue	2021	% of revenue	2022 versus 2021 (%)
NET OPERATING REVENUES	**11,907**	**100.0**	**12,541**	**100.0**	**(5.1)**
OPERATIONAL COSTS	**(6,317)**	**(53.1)**	**(6,629)**	**(52.9)**	**(4.7)**
GROSS PROFIT	**5,590**	**46.9**	**5,912**	**47.1**	**(5.4)**
Operating revenues (expenses)					
Sales expenses	(27)	(0.2)	(29)	(0.2)	(6.9)
General and administrative expenses	(339)	(2.8)	(301)	(2.4)	12.6
Impairment, net	(67)	(0.6)	(1,076)	(8.6)	(93.8)
Disposable of subsidiary	(84)	(0.7)	(200)	(1.6)	-
Other operational revenues (expenses), net	1	-	(9)	(0.1)	(111.1)
	(516)	**(4.3)**	**(1,615)**	**(12.9)**	**(68.0)**
Equity income result					
Equity income	727	6.1	602	4.8	20.8
EARNINGS BEFORE FINANCIAL RESULTS AND TAXES	**5,801**	**48.7**	**4,899**	**39.1**	**18.4**
Financial Result					
Financial revenues	585	4.9	281	2.2	108.2
Financial expenses	(2,373)	(19.9)	(2,310)	(18.4)	2.7
Concession expenses payable (Use of Public Assets)	(727)	(6.1)	(1,050)	(8.4)	(30.8)
	(2,515)	**(21.1)**	**(3,079)**	**(24.6)**	**(18.3)**
EARNINGS BEFORE TAXES	**3,286**	**27.6**	**1,820**	**14.5**	**80.5**
Income tax and social contribution	(621)	(5.2)	(255)	(2.0)	143.5
NET EARNINGS	**2,665**	**22.4**	**1,565**	**12.5**	**70.3**
EARNINGS PER SHARE – BASIC AND DILUTED - IN REAIS	**3.26**		**1.92**		

2.1 Financial and equity conditions

Net operating revenue

The net operating revenue decreased from R$ 12,541 million in 2021 to R$ 11,907 million in 2022, that is a reduction of R$ 634 million (5.1%). This variation reflects mainly the following factors:

(i) Increase in generation and sale of energy from the portfolio of R$ 951 million (11.1%) due largely to the following positive effects: (i.i) R$ 1,187 million in revenue with energy sales contracts in the regulated and free environments, the result of the combined variations in the amount of energy sold and net average selling price; and (i.ii) R$ 37 million in revenue from indemnifications. These positive effects were attenuated by decreases of: (i.iii) R$ 214 million from transactions in the short-term market, principally across the Electric Energy Trade Board (CCEE), more details of which can be found in "Details of Short Term Operations"; and (i.iv) R$ 71 million in the remuneration of financial concession assets, corresponding to the payment of the Jaguara and Miranda hydropower plants concessions grant with respect to energy channeled to the Regulated Contracting Environment (ACR), due to lower inflation between the periods under analysis. Additionally, (ii) decline of R$ 1,133 million (40.0%) in the transmission segment and (iii) reduction of R$ 428 million (38.5%) in the trading segment arising principally from reductions of revenue from executed operations.

Generation and sales of energy from the portfolio

- Net average selling price

Average energy selling price, net of charges on revenue and trading operations, reached R$ 222.85/MWh in 2022, 11.5% higher than the average of R$ 199.79/MWh reported for calendar year 2021.

Price rises were largely driven by restated monetary correction on existing contracts, reduction of reimbursements in accordance with agreements in the regulated contracting environment and by the acquisition of the Floresta and Paracatu photovoltaic complexes, the latter assets with contracted prices higher than the remainder of the Company's portfolio. These effects were partially attenuated by the reduction in prices of operations executed in the short-term market, principally those with trading companies, in the light of the significant drop in Differences Settlement Price (PLD) when compared to the preceding periods, a reflection of improved hydrological conditions experienced in 2022.

- Sales volume

Energy sales volume sold under agreements, net of trading operations, was 37,932 GWh (4,330 average MW) in 2022, against 36,365 GWh (4,151 average MW) reported for 2021, an increase of 1,567 GWh (179 average MW) or 4.3%.

Increased energy sales volume was driven substantially by the greater availability of energy due to a more favorable hydrological situation during 2022 relative to the preceding year, together with an additional contribution from the Floresta and Paracatu photovoltaic plants following their acquisition. Worthy of note is that the sale of the Diamante Geração de Energia Ltda subsidiary ("Diamante" or "Corporation"), on October 18, 2021, did not translate into a significant variation in energy sales volume due to an energy purchase agreement signed between the Company and the Corporation in parallel.

Operational costs

In 2022, operational costs were R$ 6,317 million, R$ 312 million (4.7%) lower than costs recorded for 2021 of R$ 6,629 million. This variation is a reflection of the following factors: (i) an increase of R$ 1,586 million (54.3%) in the energy generation and sale from the portfolio segment; (ii) a decrease of R$ 1,424 million (55.5%) in the costs of the transmission segment; (iii) a reduction of R$ 426 million (38.9%) in the operational costs of energy trading; and (iv) a decrease of R$ 48 million (94.1%) in sale and installation costs of solar panels.

Of the variation in item (i), particular mention should be made of the recovery of past costs arising from the renegotiation of hydrological risk covered by laws 14.052/2020 and 14.182/2021, for which an amount of R$ 1,591 million was booked in 2021.

2.1 Financial and equity conditions

These variations arise essentially due to the following principal components:

	Costs per Segment on December 31, 2022				
Amounts in R$ million	**Generation**	**Trading**	**Transmission**	**Solar panels**	**Consolidated**
Energy purchases	1,700	-	666	-	2,366
Construction costs	-	1,120	-	-	1,120
Depreciation and amortization	953	-	-	-	953
Charges for the use of the electric network and connection	625	-	-	-	625
Materials and third-party services	417	17	-	-	434
Personnel	236	-	-	-	236
Royalties	154	-	-	-	154
Fuels for generation	115	-	-	-	115
Insurance	90	1	-	-	91
Transactions in the short-term energy market	167	-	-	-	167
Unrealized losses on trading operations	-	-	3	-	3
Other net operating costs	48	2	-	3	53
Operational costs	**4,505**	**1,140**	**669**	**3**	**6,317**

	Costs per Segment on December 31, 2021				
Amounts in R$ million	**Generation**	**Trading**	**Transmission**	**Solar panels**	**Consolidated**
Energy purchases	1,005	-	1,087	-	2,092
Construction costs	-	2,564	-	-	2,564
Depreciation and amortization	1,012	-	-	-	1,012
Charges for the use of the electric network and connection	606	-	-	-	606
Materials and third-party services	396	-	-	12	408
Personnel	302	-	-	4	306
Royalties	95	-	-	-	95
Fuels for generation	335	-	-	-	335
Insurance	74	-	-	-	74
Transactions in the short-term energy market	628	-	1	-	629
Unrealized losses on trading operations	-	-	7	-	7
Hydrological risk renegotiation	(1,591)	-	-	-	(1,591)
Other net operating costs	57	-	-	35	92
Operational costs	**2,919**	**2,564**	**1,095**	**51**	**6,629**

	Costs per Segment - 2022 versus 2021				
Amounts in R$ million	**Generation**	**Trading**	**Transmission**	**Solar panels**	**Consolidated**
Energy purchases	695	-	(421)	-	274
Construction costs	-	(1,444)	-	-	(1,444)
Depreciation and amortization	(59)	-	-	-	(59)
Charges for the use of the electric network and connection	19	-	-	-	19
Materials and third-party services	21	17	-	(12)	26
Personnel	(66)	-	-	(4)	(70)
Royalties	59	-	-	-	59
Fuels for generation	(220)	-	-	-	(220)
Insurance	16	1	-	-	17
Transactions in the short-term energy market	(461)	-	(1)	-	(462)
Unrealized losses on trading operations	-	-	(4)	-	(4)
Hydrological risk renegotiation	1,591	-	-	-	1,591
Other net operating costs	(9)	2	-	(32)	(39)
Operational costs	**1,586**	**(1,424)**	**(426)**	**(48)**	**(312)**

2.1 Financial and equity conditions

Energy generation and sale of the Company's portfolio segment

- **Energy purchases:** On an annual comparative basis, there was an increase of R$ 695 million (69.2%) in these operations, largely on the back of the following events: (i) R$ 703 million — a growth of 3,706 GWh (423 average MW) in energy purchase volume; and (ii) R$ 8 million — a decrease of 0.9% in the net average energy purchasing price. The increase in purchasing volume is largely a reflection of the disposal of the Diamante subsidiary with which an energy purchase contract was concluded in parallel to the sale of the subsidiary.

- **Depreciation and amortization:** reduction of R$ 59 million (5.6%) when comparing years under analysis largely driven by the disposal of the Diamante subsidiary but also the cessation of depreciation of Pampa Sul TPP following its classification as a Long-Term Asset Held for Sale. In addition, the result for depreciation and amortization was inversely impacted by the startup of operations at the Campo Largo II Wind Complex during the course of 2021 and by the acquisition of the Floresta and Paracatu photovoltaic complexes.

- **Personnel:** R$ 66 million (21.9%) reduction, mostly a reflection of the disposal if the Diamante subsidiary, albeit this effect partially attenuated by the extraordinary bonus and annual readjustment in employee remuneration.

- **Financial compensation for the use of water resources (Royalties):** increase of R$ 59 million (62.1%) on an annual comparison basis due basically to increased generation by the hydropower plants during the year 2022 as well as the annual readjustment in royalties.

- **Transactions in the short-term energy market:** the costs with these transactions were lower by R$ 461 million (73.4%) when comparing 2021 x 2022. Further explanations on these operations and with respect to the variation can be found in the "Details of the short-term operations" section.

- **Fuels for generation:** • decrease of R$ 220 million (65.7%) on an annual comparative basis. The key vector behind the variations is the disposal of the Diamante subsidiary in October 2021, translating into a reduction of R$ 203 million for the year. Additionally, variations were impacted by the following effects: (i) a reduction of R$ 24 million in consumption at Pampa Sul TPP due to maintenance stoppages at the plant during the course of the year; and (ii) an increase of R$ 7 million in consumption at UCLA.

- **Materials and third-party services:** an increase of R$ 21 million (5.3%) when the calendar years are compared. The key drivers derive from: (i) growth in maintenance costs and improvements relating to the GAG of the Jaguara and Miranda hydro power plants; (ii) increases in O&M costs following entry into operations of the Campo Largo II Wind Complex over the course of 2021; and (iii) an increase in the transportation of materials and equipment involving Pampa Sul TPP.

- **Insurance:** an increase of R$ 16 million (21.6%) on an annual comparative basis, substantially, the result of an increase in expenditures with deductibles.

- **Renegotiation of hydrological risk:** the Company booked R$ 1,591 million for the year 2021 complementary to the value already registered in the accounts for hydrological risk renegotiation.

Operational Result from the Energy Transmission Segment

The Company has primary responsibility for the construction and installation of infrastructure pertaining to the Gralha Azul, Novo Estado and Gavião Real transmission systems and is exposed to the risks and benefits of these constructions. Consequently, based on prevailing accounting practices, the Company books revenue over the course of the implementation of the transmission infrastructure for an amount corresponding to the construction costs plus a gross residual margin to cover the construction management. Expenditures incurred in the construction are recognized in the cost of the transmission infrastructure. The Annual Allowed Revenue (RAP) is received once the transmission system goes into commercial operations. Thus, only resources generated from the operational activity are received from then onwards. Up to the end of 2022, the Brazilian Electricity Grid Operator (ONS) had granted authorizations to the Gralha Azul and Novo Estado transmission systems for partial operations, now reflected in 94% and 49% of their assets being in commercial operations, respectively.

The gross result of the energy transmission segment reached R$ 563 million in 2022, R$ 291 million (107.0%) higher than the result for 2021 of R$ 272 million.

Variations stem mainly from the booking of negative results in 2021 for a larger amount when compared to 2022, the result of the increase in that year of investments forecasted for the implementation of transmission systems, but partially attenuated by the increase in transmission infrastructure remuneration revenues in the light of an increase in the balance of these assets compared with the same quarter in 2021 and the calendar year 2021.

2.1 Financial and equity conditions

RAP amounts, net of PIS and Cofins, received in 2022 as a whole, was R$ 355 million, R$ 33 million in the form of revenue from services rendered and R$ 322 million in amortization of the asset. Additionally, other operating costs, selling, general and administrative expenses and other net operating revenues, in the accumulated annual result, were R$ 20 million, R$ 13 million and R$ 22 million, respectively.

Operational Result of the Energy Trading Segment

The Company operates in the physical energy trading market in order to generate results through energy price variations, within preestablished limits of risk. Energy trading operations are transacted in an active market and for accounting purposes, are defined as financial instruments according to their fair value. This is principally due to the fact that there is no commitment to match purchase and sale operations, flexibility being permitted to manage the contracts and obtain results through price variations in the market.

On an annual comparative basis, the gross result reported a decrease of R$ 2 million (11.1%), from R$ 18 million in 2021 to R$ 16 million in 2022, largely due to the negative impact of mark-to-market of R$ 23 million. This effect was partially reduced by the positive impact of R$ 21 million in executed purchase and sale transactions and the balance of energy settled across the CCEE.

Details of Short-Term Operations

Short-term operations are classified as energy purchase or sale operations, the principal objective being the management of the Company's exposure on the CCEE. Consequently, the price of these operations is characterized by the linkage with the Price for Settlement of Differences (PLD). This item also includes the transactions conducted through the CCEE, given their volatile and seasonal nature, therefore, short-term, of the results originating from accounting movement in the CCEE. Additionally, the long and short positions are settled at the PLD, thus, similar to the short-term operations described above.

In relation to the transactions conducted through the CCEE, the various monthly credit or debit entries to the account of a Board agent are summarized in a single billing as a receivable or a payable. This therefore requires an entry to either an income or an expense item. In this context, it is worth pointing out that due to adjustments in the Company's portfolio management strategy, changes have been taking place in the profile of the mentioned billings. Such fluctuations complicate the direct comparison of the elements comprising each billing for the periods being analyzed - the reason for including this specific topic. The strategy allows us to analyze the fluctuations of the principal elements involved in spite of allocation being either to an income or expenses account according to the credit or debit nature of the billing to which they relate.

Generically, these elements are revenues or expenses arising, for example, (i) from the application of the Energy Reallocation Mechanism (MRE); (ii) from the Generation Scaling Factor (GSF), triggered when generation of plants, part of the MRE, is smaller or greater (Secondary Energy) than the allocated energy; (iii) from the so-called "submarket risk"; (iv) dispatch driven by the Risk Aversion Curve (CAR); (v) the application of System Service Charges (ESS), resulting in dispatch which diverges from the thermal plants order of merit; and (vi) naturally, exposure (a short or long position in the monthly accounting) and settled at the PLD.

For the calendar year 2022, the net result, fruit of short-term transactions, was a positive R$ 185 million, an increase of R$ 220 million compared to the negative result of R$ 35 million in 2021, a R$ 247 million increase in the result for transactions in the energy generation and sale from the portfolio segment and a R$ 27 million reduction in the result of energy trading transactions.

These variations were mainly the result of the following factors: (i) positive impact of the higher MRE Adjustment Factor (GSF) registered in 2022 in the light of the greater volume of energy produced in the MRE, attenuated by the reduced PLD during the year 2022 compared with 2021 and resulting in a positive variation between the periods under analysis; (ii) reduced financial impact of short-term operations in 2022, when compared with 2021, for the same reasons already mentioned in (i); (iii) decrease in the result for thermal generation, due to the sale of the Diamante subsidiary; and (iv) the positive effect of the MRE due to greater hydropower generation.

In December 2021, Aneel established maximum and minimum limits for the PLD for 2022 at R$ 646.58/MWh and R$ 55.70/MWh, respectively. The following table shows average PLD values for the submarkets in which the Company operates, per MWh.

2.1 Financial and equity conditions

Average PLD in R$/MWh	2022	2021	Var. (%)
South	58.99	280.37	(79.0%)
Southeast/Center-West	58.99	279.61	(78.9%)
Northeast	58.51	269.58	(78.3%)

Operational revenues (expenses)

- **Provision for Reduction in Recoverable Value (Impairment):** On an annual comparison basis 2021 x 2022, impairment, net of reversals, fell R$ 1,009 million (93.8%), from R$ 1,076 million in 2021 to R$ 67 million in 2022. The variation is explained by the following non-recurring effects in 2021: (i) recognition of impairment as a result of the firm commitment to sell the subsidiaries UTE Pampa Sul and ENGIE Geração Solar Distribuída (EGSD), whose preliminary assessment of sale values was below the book value; partially offset by the (ii) reversal of impairment of Diamante subsidiary, which was realized due to the sale that occurred on October 18, 2021; and (iii) recognition of impairment of the Diamante subsidiary, due to the evolution of its sales process. In 2022, the Company complemented the impairment of Pampa Sul TPP for R$ 125 million and reverted an impaired value of R$ 118 million in the name of EGSD given the disposal of the asset, concluded on February 21, 2022.

- **Disposal of a Subsidiary:** Pursuant to the Company's decarbonization strategy, the operation for the sale of the Diamante subsidiary was concluded on October 18, 2021. As of the foregoing date, the corporation ceased to be controlled by the Company and was also deconsolidated. The result from the disposal of the asset, net of selling costs, was a negative R$ 200 million. On February 21 and September 1, 2022, the operations for the sale of stakes held by the Company in the EGSD and Norte Catarinense, respectively were concluded. On these dates, the corporations ceased to be controlled by the Company and were deconsolidated. The result of the disposal of EGSD, net of sales costs (R$ 94 million), and reversal of the impairment (R$ 118 million), was positive at R$ 24 million. The result from the divestment of the stake in Norte Catarinense, net of selling costs, was a positive R$ 10 million.

- **Other Net Operational Revenues (Expenses):** In 2022, R$ 20 million was booked to the transmission segment with respect to the positive adjustment in acquisition price of Novo Estado Transmission System. This adjustment was made in the light of a 12-month period for measuring the combination of businesses and booked to the Company's results. A negative R$ 22 million was booked to the generation segment, largely relating to the writing down of Pampa Sul TPP assets with respect to maintenance work undertaken during the year.

Equity Income – Gas Transportation

TAG is a jointly controlled entity of ENGIE Brasil Energia and for this reason not consolidated in the Company's account statements, its effects being recognized by the equity income method.

The Company has a 32.5% direct corporate stake in TAG. The result of equity income from TAG for the compared 2022 and 2021 composed of the following items:

	2022		2021	
Income statement – in R$ million	**100%**	**Company's share**	**100%**	**Company's share**
Net operational revenue	8,426	2,738	7,071	2,298
Costs of services provided	(2,722)	(885)	(2,471)	(803)
Gross income	**5,704**	**1,853**	**4,600**	**1,495**
General and administrative expenses	(192)	(62)	(169)	(55)
Income before financial result and taxes	**5,512**	**1,791**	**4,431**	**1,440**
Financial result	(2,102)	(683)	(1,620)	(526)
Income before taxes	**3,410**	**1,108**	**2,811**	**914**
Income tax and social contribution	(1,172)	(381)	(959)	(312)
TAG's net income	**2,238**	**727**	**1,852**	**602**

2.1 Financial and equity conditions

The reconciliation of TAG's net profit with Ebitda is shown in the following table:

	2022		2021	
Ebitda – in R$ million	**100%**	**Company's share**	**100%**	**Company's share**
Income before financial result and taxes	**5,512**	**1,791**	**4,431**	**1,440**
Depreciation and amortization	672	218	669	217
Amortization of *mais valia*	914	297	916	298
Ebitda	**7,098**	**2,306**	**6,016**	**1,955**
Ebitda Margin	**84.2%**		**85.1%**	

Between the calendar years under comparison, the equity income result increased by R$ 125 million (20.8%) from R$ 602 million to R$ 727 million, respectively.

The variation was a consequence of the combination of the following effects: (i) a R$ 351 million growth in Ebitda due mainly to the adjustment in transportation tariffs, and the termination of the O&M (Operations & Maintenance) contract with Transpetro, in June 2022, Esom assuming the same O&M responsibilities. These factors were partially attenuated by the foreign exchange translation effect on one of the TAG's transportation agreements; (ii) an increase in net financial expenses of R$ 157 million, largely the result of the year-on-year increase in CDI rates; and (iii) an increase of R$ 69 million in Income Tax and Social Contribution charges, basically due to higher pre-tax profits.

Balance Sheet

TAG's principal asset and liability groups as of December 31, 2022 and December 31, 2021 were as follows:

Balance Sheet	12.31.2022	12.31.2021
ASSETS		
Current assets	**2,828**	**2,079**
Cash and cash equivalents	688	439
Accounts receivables from clients	1,513	1,439
Derivative financial instruments - hedge	284	-
Other current assets	343	201
Non-current assets	**30,585**	**31,154**
Restricted deposits	217	-
Derivative financial instruments - hedge	284	-
Other non-current assets	624	660
Property, plant and equipment	26,706	27,742
Intangible	2,754	2,752
Total	**33,413**	**33,233**
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities	**4,341**	**3,707**
Debt instruments	3,974	3,377
Derivative financial instruments - hedge	-	11
Other current liabilities	367	319
Non-current liabilities	**20,356**	**22,778**
Debt instruments	15,584	19,632
Derivative financial instruments - hedge	-	412
Deferred income taxes and social contribution	3,908	2,075
Other non-current liabilities	864	659
Shareholders' equity	**8,716**	**6,748**
Total	**33,413**	**33,233**

Financial Result

- **Financial income:** Comparing the two calendar years, financial revenues rose by R$ 304 million (108.2%) from R$ 281 million in 2021 to R$ 585 million in 2022, mainly by virtue of increased income from financial investment of R$ 313 million. Growth was largely driven by the increase in CDI rates between the years analyzed.

2.1 Financial and equity conditions

- **Financial expenses:** expenses rose from R$ 2,310 million in 2021 to R$ 2,373 million in 2022, or R$ 63 million (2.7%), the result of the combination of mainly the following effects: (i) a R$ 20 million increase on debt between the two years under the spotlight, of which: (i.i) an increase of R$ 350 million in interest as a result mainly of the issue of debentures and the contracting of loans and financing over the 2021 and 2022 period; (i.ii) a reduction of R$ 330 million in monetary restatement, a reflection of inflation.

- **Concession expenses payable (Use of a Public Asset):** concessions expenses payable were down R$ 323 million, or 30.8%, from R$ 1,050 million in 2021 to R$ 727 million in 2022, resulting from: (i) a reduction of R$ 414 million in monetary restatement due to the change of inflation index of the Cana Brava Hydropower Plant agreement as from October 2021 to the IPCA in place of the IGP-M, as well as due to the deceleration of the IPCA; and (ii) R$ 91 million increase in the present value of concessions payable.

Income Tax and Social Contribution

The amount calculated for Income Tax and Social Contribution, for the full year, rose by R$ 366 million (143.5%), from R$ 255 million in 2021 to R$ 621 million in 2022. Variations were largely the result of a higher before-Income Tax and -Social Contribution profit compared with 2021 as a whole. If non-recurring effects are ignored, Income Tax and Social Contribution expenses increased by R$ 54 million (7.4%).

h.2) Analysis of cash flows for the year ended December 31, 2022:

In R$ million	2022
Cash flow from operating activities	
Income before income taxes	3,285
Reconciliation of net income with cash from operations:	
Equity interest income	(727)
Depreciation and amortization	990
Provision for impairment of assets, net	66
Interest and monetary variation	2,219
Concessions payable expenses (Use of Public Asset)	727
Sale of subsidiary	85
Remuneration of concession financial asset	(485)
Remuneration of contract asset	(755)
Unrealized losses (gains) from trading operations, net	2
Transmission infrastructure construction revenue	(914)
Transmission infrastructure construction revenue	217
Other	16
Adjusted profit before taxes	**4,726**
(Increase) decrease in assets	
Accounts receivables from clients	(47)
Tax credits recoverable	26
Deposits in court and restricted deposits	60
Financial concession asset	328
Contract assets	323
Other assets	(16)
(Reduction) increase in liabilities	
Suppliers	(128)
Fiscal and regulatory obligations	18
Labor obligations	(9)
Obligations related to retirement benefits	(42)
Other liabilities	(347)
Cash generated from operating activities	**4,892**
Payment of interests on debt, net of hedge	(1,066)
Payment of income tax and social contribution	(488)
Cash from operating activities	**3,338**

Continues on the next page

2.1 Financial and equity conditions

	Continuation
In R$ million	**2022**
Investments Activities	
Dividends received from subsidiaries and joint ventures	504
Acquisitions of subsidiaries	(660)
Cash and cash equivalents from acquired subsidiaries	200
Used in fixed assets and intangibles	(1,529)
Disposable of subsidiaries	25
Payment of liabilities linked to acquisition of assets	(50)
Receipt for sale of subsidiary, net of selling costs	75
Cash and cash equivalents from divested subsidiaries	(62)
Concessions payable (Use of Public Asset)	(290)
Other	2
Net cash from investing activities	**(1,785)**
Financing Activities	
Debt instruments contracted	789
Payment of debt instruments, net of hedge	(3,490)
Payments of dividends and interest on shareholders' equity	(2,286)
Debt servicing deposits	514
Net cash from financing activities	**(4,473)**
Decrease in Cash and Cash Equivalents	**(2,920)**
Reconciliation of Cash and Cash Equivalents	
Opening balance	5,156
Closing balance	2,236
Decrease in Cash and Cash Equivalents	**(2,920)**

The balance of cash and cash equivalents of the Company was in R$ 2,236 million and R$ 5,156 million on 12/31/2022 and 12/31/2021, respectively. As a result, the Company presented a reduction in cash and cash equivalents in the amount of R$ 2,920 million between the years mentioned. This variation is the result of operational, investment and financing activities. The behavior of the main variations are detailed below:

Net cash generated by operating activities

In 2022, cash generation from operating activities was R$ 3,338 million. This amount was mainly a reflection of the combination of the following factors: (i) income before taxes, adjusted by transactions without cash effect of R$ 4,726 million; (ii) R$ 328 million received from the Annual Generation Revenue (RAG) of the concession financial asset; (iii) R$ 323 million from the variation of contract assets, of which R$ 322 million was received from the construction RAP (Annual Allowed Revenue); (iv) reduction of R$ 347 million in other liabilities, of which R$ 304 million refers to reimbursements to distributors of direct subsidiary Pampa Sul; (v) payment of interest on debts, net of hedge, in the amount of R$ 1,066 million; and (vi) payment of income tax and social contribution of R$488 million.

Net cash from investment activities

In 2022, the Company spent R$ 1,785 million in investment activities, which mainly included the following items: (i) investment of R$ 1,529 million in fixed assets and intangible assets; (ii) R$ 660 million invested in the acquisition of subsidiaries, of which R$ 656 million refers to the Floresta and Paracatu Photovoltaic Complexes, and R$ 4 million refers to Maracanã Geração de Energia e Participações S.A.; and (iii) R$ 290 million relating to concession amortizations (Use of Public Goods). The negative effects were partially offset by the following positive effects: (i) Receipt of R$ 504 million in dividends from the jointly controlled subsidiary "TAG"; and (ii) increase of R$ 200 million in cash and cash equivalents from the acquisition of the Floresta and Paracatu Photovoltaic Complexes.

2.1 Financial and equity conditions

Net cash from financing activities

Net cash from financing activities amounted to R$4,473 million. The main activities included the payment of debt instruments, net of hedge, in the amount of R$ 3,490 million, and R$ 2,286 million in the payment of dividends and interest on equity. These items were offset by (i) funding in the amount of R$ 789 million in debt instruments. The main releases, net of funding costs, were: (i.i) R$ 588 million from indirect subsidiaries that make up the Santo Agostinho Wind Complex; (i.ii) R$ 115 million from the indirect subsidiary Novo Estado Transmissora de Energia S.A.; and (i.iii) R$ 77 million from the indirect subsidiary Gralha Azul Transmissão de Energia S.A.; and (ii) positive variation of R$ 514 million from deposits linked to the service of the debt, mainly due to the redemption of investments linked to loans settled in 2022.

2.2 Operational and Financial Result

a. The Company's operational results, in particular:

(i) description of any material components of revenues

The Company's net operating revenue breaks down as follows:

	2022		2021	
In R$ million	**Value**	**%**	**Value**	**%**
Electric energy distribution companies	4,181	35.0	3,481	27.9
Free consumers	3,412	28.7	3,143	25.1
Electric energy traders	859	7.2	641	5.1
Remuneration on concession financial assets	485	4.1	556	4.4
Transactions in the short-term market	351	2.9	565	4.5
Revenue from services provided	138	1.2	129	1.0
Indemnities	43	0.4	6	-
Other revenues	43	0.4	40	0.3
Generation and sale of electric energy from the portfolio	**9,512**	**79.9**	**8,561**	**68.3**
Transmission infrastructure installation revenue	915	7.7	2,155	17.2
Return on contract asset	755	6.3	681	5.4
Revenue from services provided	33	0.3	-	-
Transmission	**1,703**	**14.3**	**2,836**	**22.6**
Energy trading operations	683	5.7	1,056	8.5
Transactions in the short-term energy trading market	1	-	29	0.2
Unrealized gains on trading operations	1	-	28	0.2
Energy trading	**685**	**5.7**	**1,113**	**8.9**
Solar panels	**7**	**0.1**	**31**	**0.2**
	11,907	**100.0**	**12,541**	**100.0**

Comparative analysis of material variations in the components of net operating revenues between the fiscal years ending on December 31, 2022 and December 31, 2021

Net operating revenue decreased from R$ 12,541 million in 2021 to R$ 11,907 million in 2022, a reduction of R$ 634 million (5.1%). This variation was mainly a reflection of the following factors:

Generation and sales of energy from the portfolio

Revenue from Sale of Electric Energy

- **Electric energy distribution companies:**

In 2022, revenues were R$ 4,181 million, an increase of R$ 700 million (20.1%) compared with 2021, when revenues were R$ 3,481 million. This growth was the result of the following items: (i) R$ 619 million — an increase of 17.8% in net average selling price; and (ii) R$ 81 million — an increase of 307 GWh (36 average MW) in sales volume.

Increases in net average selling prices between years under analysis, were driven largely by the following factors: (i) reduction in reimbursements permitted under contracts in the regulated trading environment; (ii) monetary restatement of selling prices in comparative periods; and (iii) the acquisition of the Floresta and Paracatu photovoltaic plants where energy sales prices are above those for the remainder of the Company's portfolio.

Growth in sales volumes between compared periods is mainly a consequence of the acquisition of the Floresta and Paracatu assets.

- **Free consumers:**

In 2022, revenue rose to R$ 3,412 million, R$ 269 million (8.6%) higher than R$ 3,143 million reported for 2021. This increase is due to a 9.3% rise in net average selling price (+ R$ 292 million), partially offset by the reduction of 128 GWh (15 average MW) in energy sales volume (- R$ 23 million).

The growth in net average selling price for the year, was driven mainly by monetary restatement of prevailing agreements and by the greater share of incentivized energy agreements in the portfolio. Conversely, the variation in energy sales volume, is largely due the expiry of energy supply contracts and the reduced availability of energy for sale to these consumers.

2.2 Operational and Financial Result

- **Trading Companies:**

In the calendar year of 2022, revenues were R$ 859 million, R$ 218 million (34.0%) greater than the revenue reported for 2021, which was R$ 641 million, the result of the increase of 1,388 GWh (158 average MW) in energy sales volume (+ R$ 232 million), partially attenuated by the reduction of 2.2% in net average sales price (- R$ 14 million).

Volume growth between periods is mainly a reflection of new agreements signed for the management of the Company's portfolio. The reduction in annual prices was basically due to the decline in short-term market prices linked to the Differences Settlement Price (PLD), this substantially lower than recorded for comparative periods, in turn a reflection of improved hydrology during 2022, albeit offset to a small degree by monetary restatement of existing agreements.

- *Transactions in the Short-term Energy Market*

In the calendar year 2022, and relative to the preceding year, there was a decrease of R$ 214 million (37.9%) in transactions from short-term operations, from R$ 565 million in 2021 to R$ 351 million in 2022. Further explanations on these operations and the variation may be found in "Details of short-term operations" in item 2.1 of this Reference Form.

- *Remuneration of Concession Financial Assets*

Concession financial assets represent the present value of future cash flows of the percentage of energy destined for the Regulated Contracting Environment (ACR) from the Jaguara and Miranda hydropower plants, equivalent to 70% of the physical guarantee of these plants. The assets are remunerated at the internal rate of return and the variation in the Consumer Price Index - Comprehensive (IPCA).

The remuneration of financial concession assets decreased by R$ 71 million (12.8%), from R$ 556 million in 2021 to R$ 485 million in 2022. This variation both on a quarterly and annual basis was driven by a reduction in IPCA between comparative periods.

- *Revenue from Services Rendered - Generation Assets Management (GAG)*

Again, in the case of the Jaguara and Miranda hydropower plants, for energy sales in the Regulated Contracting Environment (ACR), also as part of the Annual Generation Revenue (RAG), the companies receive payment with respect to Generation Assets' Management (GAG) for covering the costs of Operations and Maintenance (O&M), as well as expenditures for improvements and investments during the concession period.

On an annual comparative basis, there was an increase of R$ 9 million (7.0%) from R$ 129 million in 2021 to R$ 138 million in 2022. All increases mainly reflect monetary restatement.

- *Indemnifications*

A comparison on a calendar year basis shows supplier indemnifications rising from R$ 6 million in 2021 to R$ 43 million in 2022, or an increase of R$ 37 million. The amounts involved relate mainly to contractual fines for plant downtime at the Campo Largo I and Trairi wind complexes.

Energy Transmission and Trading

Transmission: decline of R$ 1,133 million (40.0%) in the transmission segment.

Trading: reduction of R$ 428 million (38.5%) arising principally from reductions of revenue from executed operations.

More details about the transmission and trading segments are described in item 2.1.h of this Reference Form.

(ii) factors materially affecting operational results

The factors that materially affected the Company's operating results in the fiscal years ending on December 31, 2022 and 2021 are listed next. Additional information on these has been provided in items 2.1.h and 2.2.a.(i).

2.2 Operational and Financial Result

The Year 2022 – (i) increase in the combination of variations in the quantity of energy sold and the net average price of sales; (ii) reduction in the recognition of impairment between the periods; (iii) reduction in expenses with concessions payable, due to the slowdown of adjustment indices; (iv) increase in gross income from the energy transmission segment; (v) reduction in costs with own fuel; (vi) positive increase in income from transactions carried out in the short term market; (vii) increase in income from equity interest in the jointly controlled subsidiary TAG; and (viii) reduction in the negative result from the sale of subsidiaries. The positive effects were partially offset by the following negative effects: (i) negative impact of the renegotiation of hydrological risk, given the positive effect registered in 2021, without effect in 2022; (ii) increase in the volume of energy purchases; and (iii) reduction in revenue from financial assets of the concession.

The year 2021 – (i) recuperation of energy costs with the renegotiation of hydrological risk in 2021; (ii) reduction in power purchasing volumes; (iii) an increase in financial concession assets; and (iv) an improved result from the stake in the jointly controlled subsidiary – TAG. These effects were offset by the following negatives: (i) an increase in interest and monetary restatement due to higher outstanding debt and an increase in restatement and interest rates; (ii) booking of asset impairment for the Pampa Sul and EGSD subsidiaries; (iii) booking of losses from an increase in CAPEX and the postponement of entry into commercial operations of Gralha Azul and Novo Estado; (iv) an increase in the negative result of transactions executed in the short-term market; (v) the result from the divestment of the Diamante subsidiary; (vi) increase in proprietary fuel costs and charges for use of the network; (vii) increase in third party material and services costs; and (viii) a reduction in the combination of the variations in energy sales volume and net average selling price.

b. Changes in revenues due to modifications in prices, exchange rates, inflation, changes in volumes and introduction of new products and services

The Company's sales revenues are supported by agreements with price adjustment clauses indexed, for the most part, to the IPCA and the IGP-M. The Company's revenues are not exposed to exchange rates in a manner that significantly affects income and were not materially affected by the introduction of new products and services.

In energy trading operation, the Company operates as a means to derive income from electric energy price changes, within the risk and counterparty limits previously set by the Company's Management.

The main changes in the Company's revenues due to price modification and volume change are explained in item 2.2.a (i) above.

c. Impact of inflation, changes in prices of main inputs and products, foreign exchange and interest rates on the operating result and financial result, when relevant

c.1) inflation and price changes in the cost of electricity sold

Energy purchased for portfolio-management purposes: such transactions are usually conducted by means of medium- and long-term contracts with prices restated at IPCA and IGP-M. The average negative impacts of price restatements at the applicable inflation indices were R$ 25 million and R$ 14 million for the fiscal years 2022 and 2021, respectively.

Fuel for electric energy production: The coal that Pampa Sul burns is subject to annual price adjustments according to the IPCA inflation index, as are energy sale contracts, providing a natural long-term hedge.

Charges for the use of the electricity network and connection: these are calculated by multiplying the amount of network usage in kW by the rate established annually by Aneel, based on the prorating of the total observed and expected costs of connection and transmission for the entire system, and on inflation indices for readjusting transmission and existing connection agreements - IPCA and IGP-M. The effect of the change in these inflation indicators on the Company's cost was R$ 51 million and R$ 39 million in fiscal years 2022 and 2021, respectively.

Financial compensation for the use of water resources (royalties): The amount corresponds to 7.0% of the quantity of electricity produced, adjusted by an Annual Reference Tariff (TAR) defined by Aneel, based on the acquisition cost of energy by the distributor and subject to review every 4 years.

In fiscal year 2022, TAR recorded a variation of 10.2%, reflecting a negative impact in the Company's result of approximately R$ 21 million. In fiscal year 2021, TAR recorded a reduction of 4.5%, reflecting positively in the Company's result by approximately R$ 9 million.

2.2 Operational and Financial Result

c.2) Impacts of exchange, inflation and interest rates on the Company's financial result

Currency exposure

Currency exposure information is provided in item 2.1 "f" (i) of this Reference Form. The Company currently has no foreign currency-denominated financial obligations whose exchange rate variation is not entirely hedged.

Exposure to floating interest rates and indices

In 2022 and 2021, the Company was exposed to floating interest rates and indices associated with changes in the TJLP, DI, IPCA and IGP-M.

The impacts of interest and monetary restatement on the Company's financial result in fiscal years 2022 and 2021 were as follows:

Amounts in R$ million	2022	2021
Loans and financing	987	1,072
Debentures	769	925
Preferred shares redeemable	74	29
Hedge against loans at fair value	372	157
Total interest and monetary restatement	**2,202**	**2,183**
Concession payable expenses (Use of Public Asset)	**727**	**1,050**

2.3 Changes in accounting practices/ Modified opinions and emphases

a. Changes in accounting practices that have resulted in significant effects on the information provided in the fields 2.1 and 2.2

2022

The Company's accounting practices underwent no significant changes in the fiscal year ending December 31, 2022.

2021

The Company's accounting practices underwent no significant changes in the fiscal year ending December 31, 2021.

b. Modified opinions and emphases present in the auditor's report

There were no modified opinions or emphasis in the Company's independent auditors' report on the financial statements for the years ended December 31, 2022 and 2021.

2.4 Material Effects on the Financial Statements

a. Introduction or disposal of an operational segment

On 02/21/2022, after compliance with the conditions precedent, the sale of the Company's equity interest in the subsidiary ENGIE Geração Solar Distribuída ("EGSD") was completed. On that date, the subsidiary ceased to be controlled and consolidated by the Company. The sale price of total equity interest in ESGD was R$ 14 million, consisting of two installments: (i) R$ 3 million – received at the closing of the transaction; (ii) R$ 9 million – received in December in 2022; and (iii) up to R$ 2 million – related to assets and supervening liabilities, which will be received by EGSD and transferred to the Company on future dates, and price adjustments as of the closing date, net of the provisions estimated for technical assistance under the responsibility of ENGIE.

O impairment recorded in previous years was reversed together with the recognition of revenues from the sale and of investment costs. The impairment reversed amounted to R$ 118 million. Those effects, together with the recognition of sale revenues (R$ 14 million), resulted in the recognition of gains of R$ 24 million in income.

The Company's operational segments reflect its management, organizational structure, and results tracking, and are summarized as follows:

- **Generation:** this is the Company's main business, comprehending the portfolio energy generation and sale activities.
- **Transmission:** the Company is the main party responsible for construction and installation of the infrastructure associated with the transmission concession for the Gralha Azul, Novo Estado and Gavião Real Transmission Systems and is exposed to the risks and benefits of the construction works. The segment's operational activities have partially begun, given that the works have not been fully completed.
- **Trading**: the purpose of this segment is to profit from energy price variations within predetermined risk levels. The segment's activities are conducted through controlled entities ENGIE Trading and ENGIE Brasil Energia Comercializadora Ltda.
- **Solar panels:** development, wholesale and retail sales, and operation and maintenance of solar generators and panels carried out by controlled entity EGSD which was sold on 02.21.2022, as of that date the Company no longer operates in the solar panel segment.
- **Gas transportation:** since June 2019, the Company has also been active in the gas markets through jointly-controlled entity Transportadora Associada de Gás S.A. (TAG).

2022

The Company's key operating segments are those of the electric energy generation and sale from the portfolio ("Generation"), electric energy transmission ("Transmission") and electric energy trading ("Trading"). These segments account for 79.9%, 14.3% and 5.7 respectively, of the Company's net consolidated operational revenues in 2022.

The gas transportation segment of the jointly controlled TAG is booked to the results for the fiscal year as "Equity Income Result" and represents 27.3% of the Company's net income.

In 2022, the Company entered no new segments and there was a sale of an operating segment, through the sale of EGSD.

2021

The Company's key operating segments are those of the electric energy generation and sale from the portfolio ("Generation"), electric energy transmission ("Transmission") and electric energy trading ("Trading"). These segments account for 68.3%, 22.6% and 8.9%, respectively, of the Company's net consolidated operational revenues in 2021.

The gas transportation segment of the jointly controlled TAG is booked to the results for the fiscal year as "Equity Income Result" and represents 38.4% of the Company's net income.

In 2021, the Company entered no new segments and no operational segment was sold.

2.4 Material Effects on the Financial Statements

b. Constitution, acquisition or disposal of a corporate stake

2022

Acquisition of Paracatu and Floresta Photovoltaic Complexes

In March 2022, the Company purchased 100% of shares in Solairedirect Holding Brasil S.A. ("Solairedirect"), holder of the Floresta and Paracatu Photovoltaic Complexes, and ENGIE Solar Brasil Energia e Consultoria Ltda. ("ENGIE Solar"), both belonging to the ENGIE Group. The Board of Directors of ENGIE Brasil Energia installed an Independent Special Committee for Transactions with Related Parties (CPR), in order to assess the acquisition. CPR engaged the following independent consultants to support the process regarding the following items: (i) legal due diligence and support to the negotiation of the purchase and sale agreement; (ii) accounting, financial, tax and labor due diligence; (iii) technical due diligence; and (iv) consultancy for issuance of an opinion about the assessment and generation of value of the assets (fairness opinion).

After performance of the due diligences, assessments of assets and negotiation of the terms and conditions of the operation, which were carried out with the support of specialized consultancies engaged by CPR, the latter sent a report with its recommendations to the Board of Directors, which approved the acquisition of the companies in the meeting held on 02/14/2022. The operation was completed after the achievement of the conditions precedent provided for in the agreement, on 03/16/2022, for the amount of R$ 656 million.

The Floresta Photovoltaic Complex, located in the city of Areia Branca (State of Rio Grande do Norte), has an installed capacity of 86 MW, having engaged, for a period of 20 years until 10/31/2038, 25.1 average MW at the price of R$ 421.58/MWh (December/2022), adjusted by the IPCA index, with commercial operations started in December in 2017.

The Paracatu Photovoltaic Complex, located in Paracatu (State of Minas Gerais), has an installed capacity of 132 MW, with a sales contract of 34.0 average MW for a period of 20 years ending on 10/31/2038, at the price of R$ 429.07/MWh (December/2022), adjusted by the IPCA index, and started its commercial operations in February in 2019.

Acquisition of Serra do Assuruá Wind Complex ("Serra do Assuruá")

On 06/21/2022, after compliance with the conditions precedent provided for in the agreement for purchase and sale of assets and other covenants, the acquisition of development rights on the Serra do Assuruá Project from PEC Energia S.A. ("PEC") was completed by ENGIE Brasil Energias Complementares Participações Ltda. ("ECP"), a direct subsidiary of the Company. We emphasize what this purchase refers to the acquisition of projects.

Additionally, on 09/30/2022, the Company communicated to the market the signature of the contract for supply of up to 188 wind turbines by Vestas do Brasil Energia Eólica Ltda., starting the implementation of Serra do Assuruá, whose commercial operations are expected to start in the 2nd half of 2024.

Furthermore, on 12/22/2022, the Company informed the market about the signing of the financing contract with BNDES intended for the implementation of Serra do Assuruá, in the amount of R$ 1.5 billion and amortization during 252 months, with the first installment maturing in December in 2025.

Disposal of Norte Catarinense Ltda. ("Norte Catarinense") subsidiary

On September 1, 2022, the operation on the sale of the Company's equity interest in the subsidiary Norte Catarinense was completed. On that date, the latter ceased to be controlled or consolidated by the Company. The result with the disposal of the asset, net of sale costs, was positive by R$ 10 million.

Subsidiary under a disposal process

As a result of the strategy of decarbonization of the Company, on 09/15/2022, a Share Purchase Agreement (SPA) was signed between the Company and ENGIE Brasil Energia Comercializadora Ltda. ("EBC"), with the buyers Grafito Fundo de Investimento em Participações Multiestratégia ("Grafito") and Perfin Space X Fundo de Investimento em Participações em Infraestrutura ("Space X"). The SPA regulates the acquisition, by the buyers, of total equity interest held by the sellers in Usina Termelétrica Pampa Sul S.A. ("Pampa Sul"), which holds all assets and rights on Usina Termelétrica Pampa Sul ("UTE Pampa Sul" or "Power Plant").

2.4 Material Effects on the Financial Statements

UTE Pampa Sul, located in Candiota, in the State of Rio Grande do Sul, uses mineral coal as an energy source. The Power Plant, with an installed capacity of 345.0 MW and gross physical guarantee of 323.5 MWm, sold, in the 20th new Energy Auction (A-5/2014), 294.5 MWm in a 25-year contract, having started its commercial operations on 06/28/2019.

With the sale, the Company will receive up to R$ 450 million in cash in 2023, while the assumption of Pampa Sul's debt will be carried out by the buyers, in the amount of approximately R$1.8 billion. Additionally, the buyers will obtain the full release of the corporate guarantees provided by ENGIE in the scope of said debt. The signing of the SPA by the Company was approved at the Company's Board of Directors Meeting held on 09/15/2022.

Considering that the sale value, net of costs, is lower than the book value of the subsidiary's net assets, in 2022, the amount of R$ 191 million was recognized in the provision for impairment in the consolidated investments, of which R$ 168 million refers to the parent company. Nonetheless, due to the signature of SPA on the sale of the Power Plant, on 09/30/2022, the Company reversed the impairment recognized, in the amount of R$ 43 million.

2021

The basic information on the constitution, key changes, acquisition, incorporation and disposal of corporate stakes of the Company are as follows:

Disposal of the Diamante Geração de Energia Ltda ("Diamante") subsidiary

The disposal of the Jorge Lacerda Thermoelectric Complex ("CTJL") was examined in the light of the Company's decarbonization strategy. The asset is controlled by Diamante Geração de Energia Ltda. ("Diamante"), the installed capacity and physical guarantee being 857.0 MW and 649.9 av. MW, respectively.

Subsequently, on August 30, 2021, a quota purchase agreement ("QPA") was signed between the Company and ENGIE Brasil Energia Comercializadora Ltda. ("EBC"), a subsidiary of the Company, as sellers; Fram Capital Energy II Fundo de Investimento em Participações Multiestratégia ("FRAM") and Diamante, as consenting intervening parties; and Diamante Holding Participações Ltda. ("Diamante Holding"), a subsidiary of FRAM, as purchaser. The QPA regulates the acquisition by Diamante Holding of the full corporate participation of the Company and EBC in the Diamante subsidiary.

On October 18, 2021, following the fulfillment of the conditions precedent, the disposal of the corporate stake held by the Company and EBC in Diamante was concluded. On this date, the corporation ceased to be controlled by the Company, also ceasing to be consolidated. The acquisition price of 100% of the shareholding stake in Diamante was R$ 321 million, R$ 210 million being paid on the closing of the operation and R$ 111 million pending receipt given that this amount is earmarked to the completion of certain conditions precedent in the QPA. The result of the sale of the subsidiary was a loss of R$ 200 million and is shown in the income statement under the item "Sale of a subsidiary".

Acquisition of the Assú Sol Photovoltaic Complex project

On September 28, 2021, a share purchase agreement was signed between the Company's subsidiary, ENGIE Brasil Energias Complementares Participações Ltda. ("ECP"), as purchaser, and Infinito Energy Investimentos e Participações S.A. and Atlântica Solar Power Ltda., as sellers, the purpose of the agreement being the acquisition of the Assú Sol Photovoltaic Complex project through the purchase of all the shares of Assu Sol Geração de Energia SPE S.A. ("Assu Sol"), located in the municipality Assú, state of Rio Grande do Norte. On December 21, 2021, the acquisition was concluded, following the completion of all conditions precedent.

With a total installed capacity estimated at up to 750 MW, the project will be developed in the same region where, since 2017, the Company has been operating the Assú V Photovoltaic Plant. The total value of the operation is R$ 44 million (baseline month of December 2021). Payment will be forthcoming in accordance with the completion of the various stages related to the schedule for the project's development. Up to the date of these Account Statements, R$ 8 million had been disbursed.

2.4 Material Effects on the Financial Statements

c. Unusual events or operations

2022

Unusual events impacting the Company's result in fiscal year 2022 were as follows: (i) recognition of impairment of R$ 67 million including: (i.i) complement of the impairment of UTE Pampa Sul in the amount of R$ 164 million; and (i.ii) recognition of R$ 21 million regarding the increase in costs of supply of raw materials; and, partially offset by the (i.iii) reversal of R$ 118 million regarding EGSD, due to the sale that took place on February 21, 2022.

2021

Unusual events impacting the Company's result in fiscal year 2021 were as follows: (i) R$ 1,591 million from the renegotiation of hydrological risk; (ii) R$ 1,076 million of asset impairment, of which: (ii.i) R$ 1,080 million and R$ 78 million corresponding to impairment of the investments held in the Pampa Sul and EGSD subsidiaries, respectively, given the outlook for sale of these companies; and (ii.ii) R$ 58 million and R$ 22 million relative to the reversal of impairment of the Jorge Lacerda Thermoelectric Complex and the Lages Thermoelectric Plant, respectively; and (iii) R$ 200 million of losses on the divestment of the Diamante subsidiary.

2.5 Non-accounting measures

a. inform the amount of non-accounting measures

EBITDA, Adjusted EBITDA and Adjusted EBITDA margin

The non-accounting measures usually presented by the Company in its financial reports are EBITDA (earnings before income tax, depreciation and amortization), Adjusted EBITDA (EBITDA disregarding the effects of non-recurring operations), and Adjusted EBITDA margin (ratio obtained from the division of Adjusted EBITDA by Net operating revenue).

EBITDA, Adjusted EBITDA and Adjusted EBITDA margin presented by the Company comply with the guidance set out in CVM Instruction No. 156 (RCVM 156) and CVM/SNC/SEP Official Letter No. 01/2023, of June 23, 2022 and February 13, 2022 respectively, which now govern the disclosure of these non-accounting measures. EBITDA and Adjusted EBITDA are not measures of financial performance under IFRS or BR GAAP and should not be considered in isolation or as substitutes for net income, or as measures of operating performance or substitutes for cash flows from operations, or as measures of liquidity. EBITDA, Adjusted EBITDA and Adjusted EBITDA margin do not have a standardized meaning and may not be comparable to similarly titled measures reported by other companies.

	Fiscal year ended	
In R$ million	**12/31/2022**	**12/31/2021**
EBITDA	6,790	5,941
Adjusted EBITDA	6,941	7,217
Adjusted EBITDA margin (%)	58.3	57.5

Gross and net debt and leverage ratio

The Company's gross debt is a non-accounting measure calculated in accordance with market practice and may be reconciled to its financial statements, which is composed of the balance of debt instruments (loans and financing, debentures and redeemable preferred shares - current and non-current), net of hedging effects.

The Company's net debt is a non-accounting measure calculated in accordance with the market practice, which may be reconciled to the Company's financial statements. It is comprised of the balance of debt instruments (loans and financing, debentures and redeemable preferred shares - current and non-current), net of hedging effects ("Gross debt"), discounted for cash and cash equivalents and deposits linked to debt service payments.

The leverage ratio, which is also a non-accounting measure, is calculated as follows: net debt/(net debt + shareholders' equity).

Gross debt, net debt and leverage ratio are not measures of financial performance under IFRS or BR GAAP and should not be considered in isolation. Gross and net debt and leverage ratio do not have a standardized meaning and may not be comparable to similarly titled measures reported by other companies.

The Company presents the following non-accounting measures relating to gross and net debt and leverage ratio:

	Fiscal year ended	
In R$ million	**12/31/2022**	**12/31/2021**
Gross debt	18,150	20,587
Net debt	15,685	14,612
Shareholders' equity	8,440	7,933
Leverage ratio (%)	65.0	64.8

2.5 Non-accounting measures

b. reconciliations between the reported amounts and the amounts presented in the audited financial statements

EBITDA, Adjusted EBITDA and Adjusted EBITDA margin

Reconciliation between net income, EBITDA and Adjusted EBITDA:

	Fiscal year ended	
In R$ million	**12/31/2022**	**12/31/2021**
Net income for the year	2,665	1,565
(+) Income tax and social contribution	621	255
(+) Financial expenses, net	2,515	3,079
(+) Depreciation and amortization	989	1,042
EBITDA	**6,790**	**5,941**
(+) Impairment	67	1,076
(+) Sale of subsidiary	84	200
Adjusted EBITDA	**6,941**	**7,217**
Net operating revenue	11,907	12,541
Adjusted EBITDA margin (%)	**58.3**	**57.5**

Gross and net debt and leverage ratio

Reconciliation of gross and net debt and leverage ratio:

	Fiscal year ended	
Em R$ million	**12/31/2022**	**12/31/2021**
Loans and financing, net of hedging effects	**12,098**	**13,486**
Current	1,053	2,902
Non-current	11,045	10,584
Debentures, net of hedging effects	**5,468**	**6,591**
Current	587	590
Non-current	4,881	6,001
Redeemable preferred shares	**584**	**510**
Current	107	-
Non-current	477	510
Gross debt	**18,150**	**20,587**
(-) Cash and cash equivalents and deposits linked to debt service payments	2,465	5,975
Net debt	**15,685**	**14,612**
Shareholders' Equity	**8,440**	**7,933**
Leverage ratio (%)	**65.0**	**64.8**

c. reason for which the issuer understands that such measure is more appropriate for a proper understanding of the Company's financial condition and result of operations

EBITDA, Adjusted EBITDA and Adjusted EBITDA margin

EBITDA, Adjusted EBITDA and Adjusted EBITDA margin are the financial indicators used to assess the Company's result without the influence of its capital structure, tax effects, and other accounting impacts, such as depreciation and amortization, and non-recurring operations, which do not have a direct impact on the Company's cash flow.

Considering that Adjusted EBITDA excludes financial income and expenses, income tax and social contribution, depreciation and amortization, and non-recurring operations, the Company believes that it is the most appropriate indicator for analysis purposes as it works as an overall measure of performance, because it approaches the cash generated by operating activities. Accordingly, Adjusted EBITDA is believed to be a useful tool to compare our operating performance on a periodic basis, and serves as a basis for certain administrative decisions. Adjusted EBITDA provides a better understanding not only of the Company's financial performance but also of its ability to meet obligations and raise funds for capital expenditures and working capital requirements. However, there are limitations on the use of EBITDA, Adjusted EBITDA and Adjusted EBITDA margin to measure profitability, since they do not consider certain costs arising from business activities which could significantly affect the Company's earnings, such as financial expenses, taxes, depreciation, capital expenditures, and other related charges. Adjusted EBITDA margin is calculated by dividing Adjusted EBITDA by Net operating revenue.

2.5 Non-accounting measures

The Company believes that Adjusted EBITDA margin is an appropriate measure to provide an understanding of its financial condition because it measures the profitability from operations.

- **Gross and net debt and leverage ratio**

The Company believes that gross debt, net debt and leverage ratio are appropriate measures to provide an understanding of its financial condition as they measure the level of financial leverage, which is a key element for carrying out the Company's business growth strategy.

2.6 Events subsequent to the latest Financial Statements

The information presented in this item addresses events that took place up to the date of approval of the Company's consolidated financial statements for the year ended December 31, 2022 at a Board of Directors' Meeting held on February 16, 2023.

a. Proposed additional dividends

The Company's Board of Directors, at a meeting held on February 16, 2023, submitted to the appreciation of the Annual General Meeting (AGM) a proposal for distribution of additional dividends calculated on the adjusted income for the year ended December 31, 2022 totaling R$ 1,455,160 thousand, or R$ 1.7834407362 per share. This proposal should be ratified by the AGM, and it will be up to the latter to establish the terms and conditions for this dividend distribution.

b. Revision of concession period of Estreito Hydroelectric Power Plant ("Estreito HPP")

In 2016, due to the recognition of immunity events at the Estreito HPP that delayed the start of commercial operations, the Company requested an extension of the concession period. On 01.31.2023, pursuant to Law 13,360/2016 and concession agreement 094/2002, and through Technical Note 877/2022–SCG/SFG/Aneel, the Board of Aneel unanimously approved extending the concession period for Estreito HPP by 852 days.

c. Supreme Court decision on "res judicata" on tax issue

On 02.08.2023, the Plenary Session of the Supreme Court finalized the judgment on Themes 881 and 885, unanimously deciding that a final decision, the so-called "*res judicata*", on taxes levied on a continuous basis, automatically loses the effects of final and unappealable decisions if there is a decision to the contrary on concentrated control of constitutionality or under the general repercussion regime. The Company evaluated the reflex effects of this decision and did not identify any lawsuits impacted by said decision of the Supreme Court, as there are no court decisions resulting in the elimination of its taxes, which were subsequently overturned by the Supreme Court, in an action on concentrated control or under the general repercussion regime. Moreover, the Company understands that the decision does not apply directly or has any effect on ENGIE Brasil Energia or its subsidiaries for the baseline date of 12.31.2022 and continues to monitor the developments on the matter.

2.7 Income allocation

a. Rules for earnings retention

The Company retains earnings to make investments, as established in its capital budget. In addition to the reserves provided for in the Brazilian corporate legislation, the Company has no other reserves regulated by its Bylaws.

Amounts of earnings retentions:

- **Legal reserve**: in 2022 there was no allocation of profits, due to reaching the limit of 20% of the share capital, according to Article 193 of Law No. 6,404/76.
- **Tax incentive reserve**: totaling R$ 8,953,525.53 – 0.3% do net income for the year.

b. Rules for dividend distribution

Article 31, paragraph one, of the Company's Bylaws establishes that, each fiscal year, a dividend of no less than 30% of net income must be distributed, adjusted pursuant to the law, and that the income allocation for the year must be submitted for the approval of the general meeting.

In addition, paragraph 2 of the aforementioned Article establishes that the Company may draw up balance sheets at any time, and, upon approval by the Board of Directors, distribute interim dividends based on these balance sheets, provided that the total dividends paid out in each six-month period of the fiscal year do not exceed the amount of the capital reserves required by law.

Also upon approval by the Board of Directors, as permitted by Article 31, paragraph 5, of the Bylaws, the Company may pay interest on equity.

It is the Company's practice to distribute dividends at the rate of 55% of adjusted net income for the year and the distributions are made on a half-yearly basis. Distributions of less than 55% of adjusted net income may occur when required by a legal provision or due to the Company's financial condition, since there is no formal policy implemented by the Company requiring the distribution of this percentage.

c. Frequency of dividend distributions

As described in item "b" above, dividends are paid out on a half-yearly basis, provided that income is ascertained for the period to which they relate, and the Bylaws permit the distribution of interim dividends, upon approval by the Board of Directors, based on balance sheets drawn up during the fiscal year.

In addition, the Board of Directors may declare interim dividends to the retained earnings account or reserves existing in the last annual balance sheet.

d. Restrictions on dividend distributions

There are no restrictions on dividend distributions required by law, regulations, agreements, or any judicial or administrative decisions or arbitration awards, except in the event of early maturity of debentures of the 5th, 6th, 7th, 9th and 10th issues, which restrict such distributions should the Company fail to honor any of its pecuniary obligations related to the debentures, except for the minimum amount provided for in Article 202 of the Brazilian Corporation Law.

e. Income allocation policy

As provided for in Article 31, paragraph 1, of the Bylaws, each fiscal year the Company will be required to distribute a dividend of no less than 30% of net income, adjusted as per the law, and income allocation for the year must be submitted to the approval of the general meeting. Furthermore, it is the Company's practice to distribute dividends at the rate of 55% of adjusted net income for the year and to make these distributions on a half-yearly basis. Distributions of less than 55% of adjusted net income may occur when required by a legal provision or due to the Company's financial condition, since there is no formal policy implemented by the Company requiring the distribution of this percentage.

The Company's Bylaws are available for consultation on the CVM website (www.cvm.gov.br) and the Company's website (https://www.engie.com.br/investidores/).

2.8 Material Items not evidenced from the Company's Financial Statements

a. Assets and liabilities held by the Company, either directly or indirectly, not appearing in its balance sheet (off-balance sheet items)

b. Other items not shown in the financial statements

Company's Management states that no material assets and liabilities exist not reflected in the Company's accounting statements in the fiscal years ending December 31, 2022 and 2021.

2.9 Comments on items not evidenced

a. How these items change or may change revenues, expenses, operating income, financial expenses or other items in the Company's financial statements;

b. Nature and purpose of the operation;

c. Nature and amount of the obligation assumed and rights generated in favor of the Company as a result of the operation

Company’s Management states that there are no significant assets and liabilities not reflected in the Company's financial statements for the fiscal years ending December 31, 2022 and 2021.

2.10 Business Plan

a. Investments

(i) quantitative and qualitative description of investments in progress and expected investments

In late 2022, there was an advance in the development and delivery of the basic project of the development to Aneel, with definition of the main characteristics of the equipment of the **Gavião Real Transmission System**.

Regarding the investments relating to generation expansion, in the end of 2022, the following milestones stood out: (i) **Santo Agostinho Wind Complex – Phase I**: the general evolution of construction works reached 32.5%. This phase will require investments of around R$ 2.3 billion and will generate more than 1 thousand direct jobs in the region, and it was made possible by the sale of energy to free market customers. The gradual start of the operations of the generation units is expected by the end of the first quarter of 2023; (ii) **Serra do Assuruá Wind Complex**: the opinion on the access was issued, and the grid connection contract was signed; the regulatory authorization was issued by Aneel; the contracts on the use of surface rights were signed, and wind data. The estimated investment amounts to R$ 6 billion, and generation of around 3,000 direct and indirect jobs in the region, with the gradual entry into commercial operations expected as from the second half of 2024; and (iii) **Assú Sol Photovoltaic Complex:** the project was purchased in December 2021 in an advanced stage of development, with Pre-License and land contracts already signed. With planned investment of approximately R$ 3.3 billion, the project should fully come into operation by the second half of 2025.

The investments made in 2022 and scheduled for 2023 to 2025 as of December 31, 2022, are as follows:

Financing (In R$ million)	Actual 2022	Projected 2023	Projected 2024	Projected 2025
- Third-parties capital	814	6,409	2,140	124
- Own capital[1]	2,336	(1,186)	4,206	210
	3,150	**5,223**	**6,346**	**334**

(1) The negative amount of equity expected for 2023 refers to the amount of debt raised which will be invested in the following years.

In 2022, the Company invested R$ 3,150 million, of which: (i) R$ 861 million were applied in the acquisition of corporate stakes: (i.i) R$ 656 million in the Floresta and Paracatu photovoltaic plants; (i.ii) R$ 182 million in the Serra do Assuruá Wind Complex; and (i.iii) R$ 23 million in the Assú Sol Photovoltaic Complex; (ii) R$ 2,057 million in the construction of new projects, being: (ii.i) R$ 718 million dedicated to Novo Estado Transmission System; (ii.ii) R$ 694 million in the Santo Agostinho Wind Complex – Phase I; (ii.iii) R$ 516 million in the Serra do Assuruá Wind Complex; and (ii.iv) R$ 129 million in the Gralha Azul Transmission System; (iii) R$ 186 million were allocated to generator park maintenance and revitalization projects; and (iv) R$ 46 million designated to the modernization of the Salto Osório Hydroelectric Plant.

The above figures do not take into account capitalization of interest on financing during the projects' construction phase.

The principal projects and investments scheduled for the coming years include development of the Gavião Real Transmission System, Assú Sol Photovoltaic Plant and Serra do Assuruá and Santo Agostinho – Fase I Wind Complexes, as well as the modernization of Salto Osório Hydroelectric Power Plant.

(ii) investment funding sources

The industry's projects, as carried out by the Company's controlled entities, generally have access to financing in the range of 50%-70% of total investment. The remainder is covered with own funds, which usually come from capital injections from controlling company ENGIE Brasil Energia. The controlling company raises funds by means of bank loans or capital market issues that are usually allocated to such injections.

(iii) material divestments in progress and expected divestments

Pampa Sul Thermoelectric Plant

As part of the Company's commitments to the decarbonization of its portfolio, an SPA was signed to regulate the sale of all assets and rights of the Pampa Sul Thermoelectric Plant, the only remaining coal plant in the portfolio of ENGIE Brasil Energia. The Share Purchase Agreement was signed by Grafito Fundo de Investimento em Participações Multiestratégia ("Grafito") and by Perfin Space X Fundo de Investimento em Participações em Infraestrutura ("Space X"). For further information, please refer to Item 2.4 – b of this Reference Form.

2.10 Business Plan

b. Previously disclosed acquisition of plants, equipment, patents or other assets, which may materially affect the Company's production capacity

In March 2022, the Company purchased all shares in Solairedirect Holding Brasil S.A. ("Solairedirect"), holder of the Photovoltaic Complexes of Floresta and Paracatu, and ENGIE Solar Brasil Energia e Consultoria Ltda. ("ENGIE Solar"), both belonging to the ENGIE Group.

On 06/21/2022, after complying with the conditions precedent provided for in the agreement on the purchase and sale of assets and other covenants, the acquisition of development rights on the Serra do Assuruá Project from PEC Energia S.A. ("PEC") was completed by ENGIE Brasil Energias Complementares Participações Ltda. ("ECP"), a direct subsidiary of the Company.

For further information on the acquisitions carried out, refer to Item 2.4 – b of this Reference Form.

c. New products and services

(i) description of ongoing research already disclosed

Not applicable.

(ii) total amounts spent by the issuer in research to develop new products or services

Not applicable.

(iii) projects under development already disclosed

Not applicable.

(iv) total amounts spent by the issuer in the development of new products or services

Not applicable.

Innovation

For ENGIE Brasil Energia, innovation is a crucial factor for competitiveness that boosts the search for solutions to the challenges inherent to business and the sustainable development of society. In 2022, the Company updated its strategy on the theme, having directed this strategy to the application and development of technologies with focus on the operating performance of assets, as well as on the continuous improvement of socio-environmental and governance performance.

Internally, innovation management is carried out in two fronts:

- Innovation Forum: responsible for strategic innovation planning, including the definition of priority investments in strategic projects involving Research, Development and Innovation (RD&I);
- Core Tactical: responsible for approving investments in incremental innovation and monitoring the contexts of innovation, including new technologies, market information, potentials customers and regulatory updates.

One of the most relevant mechanisms for the practice of innovation at the Company is Aneel's Research and Development (R&D) Program, carried out through partnerships with companies, universities and research institutions, fostering the open innovation model. The Program follows the determinations provided for in Law No. 9.991/2000, which establishes the allocation of 1% of annual net operating revenues of electricity companies to RD&I activities.

In 2022, we allocated more than R$ 62.6 million to the program, distributed as follows:

- R$ 24.7 million to the National Scientific and Technological Development Fund (FNDCT);
- R$ 12.3 million to the MME), for costing of the EPE;
- R$ 7.4 million to the Energetic Development Account (CDE), for tariff costs;
- R$ 18.2 million to be invested in projects by ENGIE Brasil Energia.

The portfolio of projects in 2022 totaled 14 projects, with investments what added up to R$ 111.7 million, excluding costs related to program management.

2.10 Business Plan

In 2022, we had:

- 6 new partnering research institutions;
- 4 new partnering startups; and
- Projects developed in 7 Brazilian states.

Between the projects in progress, the following stand out:

- **Valuation of the services of hydroelectric power plants and commercial propositions**: The R&D project searches to quantify the volume of services provided by the hydroelectric plants operated by the Company, and value them appropriately. The attributes researched include security, stability and quality of electricity supply.

- **Barrier against oil leakage**: reinforcing the commitment to innovation with sustainability and the elimination of the environmental impact of our processes, we developed in 2022 a sustainable protection barrier that reinforces the security system of our hydroelectric power plants against oil leaks.

Invention Patent

In June 2022, ENGIE Brasil Energia won, together with the company "Power Optics", the patent for the "Optical Current Transformer with Redundant Measurement and Hybrid Circuit for Temperature Offset" (TECO-MR). The equipment developed improves the reliability of current transformers at the energy substations, also generating economic, metrological and security benefits when compared to conventional analogical models.

Innovation Hub

Considering that innovation processes are continuous and transversal, and encompass all areas of the Company, a dedicated virtual space was created to concentrate information regarding projects, actions and activities of an innovative nature. In addition to disclosing the information about the theme internally, the so-called Innovation Hub disseminates external news and promotes qualifications carried out by RD&I ecosystems.

Innovative Culture

Internally, the Company invests in internal entrepreneurship initiatives, with emphasis on the "Inove" program, which stimulates innovative suggestions from collaborators regarding operational and process improvements, including the use of new technologies and the development of projects focused on ESG aspects. The culture of innovation was also strengthened through actions that reached the units in different regions of the country – including the training of 140 collaborators in technical aspects related to the topic.

"Inove" in figures – 2022

- 69 collaborators directly involved

- 107 initiatives listed

- R$ 5.8 million in investments

- R$ 66.5 million in estimated returns

Integration to the ecosystem

ENGIE Brasil Energia is part of LinkLab, a program of the Santa Catarina Technology Association (Acate) that connects large and small companies, facilitating the engagement of services and solutions of the startups ecosystem in Brazil. The program allows the implementation of short-term and low-cost projects and develops Proofs of Concept – POCs – which, if validated, may evolve to solutions applicable to the business.

d. Opportunities included in the issuer's business plan relating to ESG issues

ENGIE Brasil Energia is guided by the purpose of the ENGIE Group: to accelerate the transition to a carbon neutral society, through reduced energy consumption and more sustainable solutions. Shared with collaborators, shareholders, customers and other stakeholders, this purpose drives the Company's ESG agenda, seeking to reconcile the economic performance and to have a positive impact for people and the planet – check out the commitments, initiatives and results in this regard further in this document.

2.10 Business Plan

This assumption is reflected in the Sustainable Management Policy, updated in 2022, in which ENGIE Brasil Energia proposes the continuous improvement of its performance, through an approach that considers the life cycle and circular economy; participation, query and engagement of stakeholders; and compliance with the legislation and other commitments voluntarily assumed.

Corporate guidelines related to sustainability support the transversal management of the topic and unfold into the non-financial objectives of the ENGIE Group, to be globally achieved until 2030. Such goals, publicly assumed in 2020, include aspects linked, especially, to the generation of renewable energy, promotion of gender equity and combat against climate change, as described below:

- **Greenhouse Gases Emissions:** to reduce to a minimum of 43 MtCO2e (metric tons of equivalent carbon dioxide), the total emissions of greenhouse gases from the generation of the Group's electricity — in 2019, this total was 80 MtCO2e (this goal is aligned to the Science Based Target – SBTi initiative).

- **Gender Diversity:** to expand to 50% the participation of women in the management of the Group — in 2019, women occupied 24% of leadership positions.

- **Renewable Energies:** to increase to 58% the participation of renewable sources in the mix of energy production capacity worldwide — against 28% registered in 2019.

- **Suppliers Chain:** achievement of 100%, until 2030, of the responsible procurement index (except for energy purchases), which involves socio-environmental assessments and inclusive procurement; and achievement of 100%, until 2030, of preferred suppliers certified by Science Based Targets (SBTi) commitments.

- **Water:** reduction by 35% in water consumption in industrial activities until 2030 — from 93Mm^3 in 2019 to 60Mm^3 in 2030.

In 2022, in order to strengthen its commitment to fight climate change, the Company became a signatory of the Action Declaration on Climate Policy Engagement, which guides the conduct of companies involved in the decarbonization movement. The objective is to reduce gaps between speech and practice of the countries regarding the reduction of emissions in three main fronts:

- Support climate actions aligned with the Paris Agreement through the involvement with policymakers;
- Work together with industrial/trade associations to promote the alignment with the Paris Agreement;
- Monitor and foster the alignment of the climate policies of its companies and the relevant sector/commercial associations.

The document was launched on November 8, during the 27th Conference of the Parties to the United Nations Framework Convention on Climate Change (COP 27), held in Egypt. ENGIE was invited to sign the declaration by Corporate Knights, since it is a member of Corporate Knights' Global 100 Most Sustainable Companies 2021 – a ranking that gathers the world's 100 more sustainable companies.

2.11 Other factors that significantly influenced operating performance

Follow-up of the projects of the Gralha Azul ("Gralha Azul") and Novo Estado ("Novo Estado") Transmission Systems

In 2022, the Gralha Azul and Novo Estado Transmission Systems got new authorizations of ONS for the partial commercial operation of their transmission lines. Gralha Azul and Novo Estado achieved 94% and 49% of the monthly RAP in 12.2022 and of the assets under commercial operation on 12/31/2022, respectively.

In February in 2023, the Gralha Azul Transmission System started its full operations after the energization of the section what serves the urban and rural area of the cities of Ponta Grossa, Imbituva and Irati. Gralha Azul's first lines were energized in 2021, advancing by 16 months the term foreseen in the concession agreement.

In the same period, the Novo Estado Transmissora finished the implementation of the Novo Estado Transmission System with the energization of transmission lines between the substations of Xingu and Serra Pelada, the last step required for achievement of full operation of Novo Estado. The commercial operation started in December 2021 and ended within the deadline established by Aneel.

Recomposition of the terms of concessions of Estreito Hydroelectric Power Plant ("UHE Estreito")

On 01/31/2023, Aneel approved the request of CESTE – Consórcio Estreito Energia ("CESTE"), responsible for the exploration of the Estreito Hydroelectric Power Plant ("Power Plant" or "UHE Estreito"), represented by Companhia Energética Estreito ("CEE"), a subsidiary of ENGIE, granting the recomposition of the term of concession of the Power Plant, by extending the term by 852 days. The decision established that the Chamber of Commercialization of Electrical Energy ("CCEE") must recalculate the term arising from the renegotiation of the hydrological of the Power Plant, since such calculations must include the recomposition terms granted according to Law 13.360/2016.

The referred claim is supported by Law No. 13.360, of November 17, 2016, which, in Art. 19, says that in case of delay at the start of the commercial operations of the generation concession, caused by facts characterized as exclusions from responsibility, the deadline will be recomposed by Aneel through the extension of the concessions for the same period as the exclusion from responsibility.

The analysis concluded that supervening facts have occurred during the implementation of UHE Estreito, causing a delay at the beginning of the Plant's commercial operations, namely: (i) the delay in issuing the Installation License by the Brazilian Institute of the Environment and Renewable Natural Resources - IBAMA, (ii) the loss of the hydrological window, and (iii) stoppages in works as a result of social movements. Such facts had already been analyzed by Aneel, and justified the adjustment of the timeline for implementation, in 2009 and in 2011.

Start of operations in the Santo Agostinho Wind Complex

On 03/23/2023, the Company received the authorization from Aneel to start the commercial operation of the generating unit 01 of Eólica Santo Agostinho 14, with installed capacity of 6.2 MW, which is part of the Santo Agostinho Wind Complex, a development that includes 14 wind farms, with 70 wind turbines and total installed capacity of 434 MW.

Modernization and predictive maintenance of Hydroelectric Power Plants

Being essentials to secure the operational efficiency, the modernization of hydroelectric power plants constitutes one axle of the Company's investment. Therefore, in 2022, the modernization projects of the Hydroelectric Power Plants of Salto Osório (State of Paraná), Jaguara (State of São Paulo) and Miranda (State of Minas Gerais). In the first, the project started in 2017 and, seen as a large-scale project, it includes the replacement of equipment and systems with updated technologies – which, in addition to efficiency gains, will result in the increase in the physical guarantee (estimated in 13.9 average MW). In 2022, the Power Plant advanced in the modernization of the second generating unit, reaching the end of December with the assembly of new equipment virtually completed, with the commercial operations expected to start in the first quarter of 2023. The project should be fully completed in 2024.

The modernization of the Hydroelectric Power Plant of Jaguara, in turn, advanced with the manufacturing of a new generator for Unit 1, whose installation and start of operations is expected for the first half of 2023. At the Miranda Hydroelectric Power plant, modernization is focused on control and instrumentation systems (including speed regulators and generator voltage, in addition to the supervision system). In 2022, manufacturing, acquisitions and tests were carried out in the factory of the new equipment, and the installation will occur in 2023.

Other focus in the management of the assets is the increase in reliability and operational efficiency of the Power Plants. With the objective of avoiding failures that may result in interruptions in the operations, guarantee the security of operations and reduce risks and costs, the Company uses predictive maintenance methods to manage the health of the assets.

2.11 Other factors that significantly influenced operating performance

In addition to the techniques used by the sector, such as the analysis of vibrations and thermography, since 2021, the Company is implementing a system based on machine learning to improve the detection of anomalies that may occur in the generation assets.

The artificial intelligence system evaluates the constant flow of data obtained from thousands of sensors installed at the plants and detect, in real time, symptoms that indicate the possibility of future failures, making it possible to act in advance to avoid incidents unwanted with impacts on the interruption of generation.

In 2022, with the help of this new technology, failures were avoided in generation assets, reducing maintenance costs and unavailability of assets. The implementation will continue in 2023, increasing system coverage for all hydroelectric power plants, encompassing the most critical systems in all generating units.

Impacts from the war in Ukraine

After four months in crisis with the Western world, Russia decided to attack Ukraine on 02/24/2022, intensifying the most serious military conflict in Europe since World War II.

The effects from the economic sanctions against Russia include: (i) sanctions from financial services sector; (ii) restrictions from the energy sector; (iii) geographic restrictions; (iv) restrictions to do business in Russia; (v) controls and export; and (vi) similar restrictions against Belarus.

As a main impact, there was an increase in prices of oil, natural gas, grains and other commodities, since the sudden reduction in the supply of these products puts pressure on international market prices. The impact on the economy could be significant, depending on the size and extent of the war, which could reduce the prospects for economic growth.

In 2022, the Company has not recorded impacts arising from the war in Ukraine in its individual and consolidated financial statements. The Company does not have contracts with any party involved in the conflict. Additionally, considering that the war will not become worse, the Company does not estimate significant effects in its results that may compromise its operating capacity and the implementation of its projects.

3.1 Forecasts Disclosed and Assumptions

a. Subject matter of the forecast

Investments in equity interests, in the maintenance, construction of new transmission lines and in revitalization and expansion of the generating complex.

The statement of the amounts of the Company's investments segregates amounts into three groups:

- Equity financed investments, including acquisitions;
- Debt-financed investments, including debt assumed in acquisitions.

All forecast models are covered in item "d" below.

The forecasts made are estimates, believed by the Company to be reasonable, and which usually depend on future events. Therefore, they cannot be considered as a promise of performance by the Company and its managers.

b. Forecast period and the maturity term of the forecast

ENGIE Brasil Energia, on a quarterly basis, discloses to the market its investment forecasts for the current year and the two subsequent years, and they are valid until proved to be correct or replaced by a new forecast.

c. Assumptions of the projection, with an indication of which may be influenced by the Company's management

The Company's investment forecasts are mainly based on these assumptions:

- Maintenance schedule for generating units;
- Equipment diagnostics;
- Regulatory obligations; and
- Strategic initiatives.

The amounts reported, forecast and realized, do not consider interest on construction (Interest on Third-Party Capital). Management can influence all assumptions, except for regulatory obligations that are beyond its control.

In the event of a material change in the above assumptions, the forecasts may be revised.

d. Amounts of indicators that are the subject matter of the forecast

The forecast amounts referring to the periods ending on 12.31.2023 and 03.31.2024, as well as the realized amounts for 03.31.2024 are shown in the tables below. These amounts are expressed in millions of Reais and do not include interest on financing capitalized during the construction period of the plants.

d.1 First quarter of 2024

Projections for the years 2024, 2025 and 2026, effective in the 1st quarter of 2024 (1Q24):

Description \ Forecast period	2024	2025	2026
Financed with debt	4,967	2,074	602
Financed with equity	4,630	1,291	112
Total	**9,597**	**3,365**	**714**

Projections for the years 2024, 2025 and 2026, effective in the 4th quarter of 2023 (4Q23):

Description \ Forecast period	2024	2025	2026
Financed with debt	3,601	935	500
Financed with equity	5,992	2,544	258
Total	**9,593**	**3,479**	**758**

Variations in projections reported between 1Q24 and 4Q23:

Description \ Forecast period	2024	2025	2026
Financed with debt	1,366	1,139	102
Financed with equity	(1,362)	(1,253)	(146)
Total	**4**	**(114)**	**(44)**

3.1 Forecasts Disclosed and Assumptions

Analysis of relevant variations:

The changes in relation to the last period presented resulted, substantially, from the change in the financial and physical schedule for the implementation of the Asa Branca Transmission System, the Santo Agostinho Wind Complex, the implementation of reinforcements and expansions of the Novo Estado Transmission System, and the implementation of the Gavião Real Transmission System. In addition to the change in the source of financing for projects being implemented.

The updated projections mainly refer to:

• 2024: changes to the financial and physical schedule for the implementation of the Santo Agostinho Wind Complex, the acquisition of Photovoltaic Complexes belonging to Atlas Energia Renovável do Brasil S.A., reinforcements and expansions in the Novo Estado Transmission System and the implementation of the Asa Transmission System White; and

• 2025 and 2026: changes to the financial and physical implementation schedule of the Asa Branca Transmission System.

Investments made in the three-month period ending 03.31.2024

ENGIE Brasil Energia's investments in 1Q24 were R$ 3,565 million, of which (i) R$ 3,510 million were invested in the acquisition of equity interests and construction of new projects: R$ 2,364 million in the acquisition of Photovoltaic Sets belonging to Atlas Energia Renovável do Brasil S.A., R$ 732 million in the implementation and acquisition of the Serra do Assuruá Wind Complex, R$ 249 million in the Assú Sol Photovoltaic Complex, R$ 126 million in the Santo Agostinho Wind Complex, R$ 17 million in expansions and reinforcements of the Novo Estado Transmission, R$ 10 million in the Gavião Real Transmission System, R$ 6 million in the implementation of the Asa Branca Transmission System and R$ 6 million in the recovery of the Paracatu Photovoltaic Complex; (ii) R$ 28 million designated for the modernization of the Salto Osório Hydroelectric Plant; (iii) R$ 21 million was allocated to revitalizing the generating complex; (iv) R$ 5 million allocated to the modernization of the Jaguara Hydroelectric Power Plant; and (v) R$ 1 million in the modernization of the Miranda Hydroelectric Power Plant.

3.2 Follow-up of projections

a. inform which ones are being replaced by new forecasts included in the form and which ones are being repeated in the form

Forecasts have been disclosed, updated and replaced on a quarterly basis, when applicable, as shown in item 3.1 above.

b. as for the forecasts for periods already elapsed, compare the data forecast with the actual performance of the indicators, clearly indicating the reasons that led to deviations in the forecasts

The information below is presented in R$ million.

- **Forecast for year 2021:**

Description \ Period of forecast	**2021**
Financed with debt	3,271
Financed with equity	245
Total	**3,516**

Investments realized in 2021:

Description	**Realized in 2021**
Financed with debt	2,809
Financed with equity	598
Total	**3,407**

Summary of variations between forecast and realized in 2021:

The variations in relation to the forecasts disclosed for 2021 at the end of 2020 and the investments realized that year, in the amount of R$ 109 million, were mainly due to (i) postponement of the financial schedule of Novo Estado Transmission System; (ii) higher costs in the implementation of Gralha Azul Transmission System and Campo Largo Wind Complex – Phase II; and (iii) higher than expected costs for maintenance of the generating complex.

- **Forecast for year 2022**

Description \ Period of forecast	**2022**
Financed with debt	1,671
Financed with equity	812
Total	**2,483**

Investments realized in 2022:

Description	**Realized in 2022**
Financed with debt	814
Financed with equity	2,336
Total	**3,150**

Summary of variations between forecast and realized in 2022:

The variations in relation to the forecasts disclosed for 2022 at the end of 2021 and the investments realized that year, in the amount of R$ 667 million, were mainly due to (i) the acquisition of Floresta and Paracatu Photovoltaic Complexes; (ii) the acquisition and construction of Serra do Assuruá Wind Complex; and (iii) postponement of the financial schedule of Santo Agostinho Wind Complex.

- **Forecast for year 2023:**

Description \ Period of forecast	**2023**
Financed with debt	6,409
Financed with equity	(1,186)
Total	**5,223**

3.2 Follow-up of projections

Investments realized in 2023:

Description	Realized in 2023
Financed with debt	3,642
Financed with equity	(1,788)
Financed with equity	1,000
Total	**2,854**

Summary of variations between forecast and realized in 2023:

The variations in relation to the projections published for 2023 at the end of 2022 and the investments made this year, in the amount of R$ 2,368 million, were mainly due to (i) the change in the financial schedule for the implementation of the following projects: Santo Agostinho Wind Complex, Serra do Assuruá Wind Complex, Assu Sol Photovoltaic Complex and the modernizations of the Salto Osório, Jaguara and Miranda hydroelectric plants.

c. regarding forecasts relating to periods still in progress, inform if the forecasts remain valid on the date of submission of the form and, when applicable, explain why they were abandoned or replaced.

According item 3.1 (d) above, forecasts were revised by management in March 2024 and are valid on the date of the submission of this Reference Form. The Company points out that the reported investments disregard the effects of interest incurred on construction, and therefore they differ from the book values presented in its financial statements.

4.1 Description of Risk Factors

Potential buyers of the Company's securities should carefully consider the specific risks related to the Company and the securities themselves. The risk factors listed below should be considered in light of the financial circumstances and investment goals.

The Company's business, financial condition and results of operations can be adversely affected by any of these risks. The market price of the securities can decline by reason of any of these risk factors, causing total or partial losses to investors. There are other additional risk factors that can have similar effects to those caused by the risks listed below. Risks can materialize separately or cumulatively.

The order in which the risks are presented within each category seeks to take into account their relevance in a descending manner, although such order may vary, both as a result of their severity and due to any given risk occurring. The presentation order has no connection with the relative probability of occurrence of any of the risks set out herein.

Additionally, notwithstanding the subdivision of this Section 4. Risk Factors and Section 5. Market Risks, certain risk factors set out in a given subsection may also apply to other subsections of sections 4 and 5.

Impacts of conflict between Russia and Ukraine on the Company

In 2022, the armed conflict between Russia and Ukraine has also impacted the economy and global supply chains. Russia is a leading exporter of natural gas and coal to Europe, accounting for 40% the supply on that continent. Both countries also account for 53% of the global trade in sunflower oil, seeds and fertilizers and 30% of all wheat exports. The conflict has led to generalized price increases (inflation) and greater instability for supply chains, as well as increased geopolitical tensions and cyberattacks.

The Company continues assessing potential impacts of the pandemic and the armed conflict and, as of the date of this Reference Form, has not identified any material impacts on its balances and operations. However, any potential impacts may heighten the risks set out below.

a. risks related to the Company

The construction, expansion and operation of electricity generation plants and transmission lines involve significant risks that can lead to loss of revenues or increase in expenses.

The construction, operation, maintenance and expansion of electricity generation and transmission facilities involve several risks, including:

- inability to obtain governmental permissions and approvals;
- unavailability of equipment;
- unavailability of distribution and/or transmission systems;
- interruption of supply;
- work stoppage, strikes and other labor disputes;
- social unrest;
- hydrological and climate interferences;
- political and judicial interferences;
- unexpected engineering and environmental problems;
- delays in construction and operation or unexpected excess costs;
- changes in existing subsidies;
- need for high capital investments;
- unavailability of appropriate financing; and
- regulatory changes.

If the Company runs into any of these or other risks, then it may not be able to generate and/or transmit electricity in quantities consistent with its business plan, which could adversely affect its financial condition and results of operations.

4.1 Description of Risk Factors

The dams are considered important generation assets for our business, since they store most of our energy generation capacity in their reservoirs. Failures in these structures may result in losses and damages caused to 3rd parties and business. The disruption of dams represents a significant risk for companies of the energy sector. There are several factors that contribute for the increase in the risk of disruption of dams and impact negatively the Company's business.

Firstly, the lack of appropriate maintenance is a crucial factor that may lead to the disruption of dams. Lack of regular inspections, repairs and upgrades can result in wearing and tearing of the dam structure throughout time. Additionally, the aging of installations and the lack of investment in improvements also increase the risk of structural failures. This negligence may expose the company to significant environmental and social damages, in addition to potential financial losses and negative impacts on the company's reputation. These are internal risks that can be reduced through our philosophy of scheduled preventive and corrective maintenances implemented by specialized teams to guarantee the integrity of dams and their associated structures. According to current regulations, the Company's controlled hydraulic generators issue to Aneel, annually, the Dam Security Form (FSB), providing this information to the inspectors. As result of the last cycle of FSB, all dams of the Company are classified as "B" and "C", all with high associated potential damage and low risk category.

However, in addition to these internally manageable risks, there are external factors of rupture risks inherent to structures, which can originate climate factors or factors arising from damages in the developments of other agents, located upstream, and that do not relate to any possibility of management or forecast by the Company. Involuntarily, we are subject to risks linked to breakage that, if they occur, there may be social damages, potential loss of human lives in the existing communities, in addition in environmental, regulatory and economic damages.

Finally, the lack in planning and the preparation for situations of emergency is a critical risk factor. The companies must have well-defined contingency plans, with clear procedures to deal with possible breakups of dams. The lack of proper training of the employees, the absence of efficient alert systems and the lack of efficient communication with the authorities and the local community may hinder a quick and efficient response in case of emergency, increasing the damages caused from the disruption of dams.

Any of these events could harm our reputation, result in prolonged shutdown of our generating units and require costly repairs, having a significant adverse impact on our financial and operational results.

A The Company may not be able to fully execute its business strategy.

The Company's ability to fulfill its business strategy depends on a series of factors, including its ability to:

- expand its electricity generation and transmission assets;
- grow with financial discipline;
- maximize the efficiency of its customer portfolio;
- operate efficiently; and
- keep its regulatory commitments.

Upon obtaining new concessions, the Company also has to seek new financing for the construction of projects or for investments in addition and replacement projects. The Company cannot guarantee that any of these objectives or other key goals of its business plan will be fully met. If the Company does not succeed in implementing its strategy, then its financial condition and results of operations can be adversely affected.

The Company is liable for any losses or damages caused to third parties by any failure to generate energy from its Plants or by any interruptions or disruptions that cannot be attributed to any identified player in the electricity sector.

Under the laws of Brazil, as a provider of utility services, the Company is strictly liable for any direct and indirect losses arising from services provided inappropriately, such as (i) losses and damages caused to third parties by failures in the operation of its plants leading to forced unavailability, interruption or disruption of distribution and/or transmission systems or (ii) any interruption or disruption that cannot be attributed to any identified player in the electricity sector. This means that the Company can be held liable for any damages, regardless of fault or intent.

4.1 Description of Risk Factors

Any increase in indemnities may lead the Company to pay out cash, as consumers have a right to be paid indemnities for losses resulting from failures in the provision of services, which could have an adverse effect on the Company's business, results of operations and financial condition.

The Company may have to pay additional costs related to the pension plan it maintains for its employees.

The Company sponsors defined-benefit private pension plans ("DB Plan") through PREVIG – Sociedade de Previdência Complementar and ELOS – Fundação Eletrosul de Previdência e Assistência Social. This plan is closed for new entrants, and its participants are primarily retirees who already enjoy the corresponding benefits, as well as participants who opted for the proportional benefit granted before the closure date and did not migrate to PREVIG.

The defined-benefit plans sponsored by the Company pose the risk that the assumptions used in the actuarial calculations may not materialize, to wit, life expectancy of participants and variations in interest rates.

In 2022, the amount of liabilities recognized in respect of post-employment benefits for which the Company is responsible was R$ 273 million and corresponded to the net liabilities assessed by the actuaries. Out of the total amount of actuarial liabilities, R$ 227 million corresponded to contracted debt.

If the Company should have to account for actuarial losses due to any change in actuarial assumptions, discount rates or accounting practices, then its equity and financial position could be adversely affected.

Any adverse decisions in one or more lawsuits to which the Company is a party can adversely affect it.

The Company is a defendant in various lawsuits involving civil, labor, social security, environmental, tax and other matters.

For 2021, the Company set up a provision for losses on legal, administrative and arbitration proceedings considered to involve a risk of loss rated as probable, as estimated by the Company and its external advisors, in the total amount of R$ 237 million. Out of that amount, R$ 111 million concerns tax matters, R$ 22 million labor matters, and R$ 104 million civil matters. In addition, the Company was a party to legal proceedings with risks of loss rated as possible in the amount of R$ 755 million.

Any decisions in legal or administrative proceedings against the Company may restrict its operations and the use of its resources, which could impact the Company's ability to meet its obligations to third parties. Any decisions against the Company can also involve amounts for which no provisions have been made and require substantial financial resources. The occurrence of any of those risks can materially adversely affect the Company, its financial condition and its image. Lastly, in addition to attorney's fees paid to defend such cases, the Company may be required to post bonds in court in connection with such lawsuits, which could affect its financial strength. For a detailed discussion of material legal and administrative proceedings, see section 4.4 of this Reference Form.

Part of the Company's assets is tied to the provision of utility services. Those assets will not be available for liquidation in the event of bankruptcy, nor can they be pledged to guarantee the enforcement of any court decisions.

Under the applicable laws, a large part of the Company's generation assets is tied to the provision of utility services. Those assets will not be available for liquidation in the event of bankruptcy, nor can they be pledged to ensure enforcement of court decisions, and they can be returned to the Granting Authority upon expiration or termination of concession under the applicable laws. These limitations can significantly reduce the amounts available to the Company's shareholders and creditors, and can have a negative effect On the Company's ability to obtain financing.

4.1 Description of Risk Factors

The Company's insurance policies may not be sufficient to fully cover the liabilities incurred in the ordinary course of the Company's business, and the insurance coverage required may not be available in the future.

The Company cannot ensure that the coverage under the policies it has contracted will be sufficient to fully cover the liabilities incurred in the ordinary course of its business or that the insurance coverage required will be available in the future. If any uninsured events should occur, then the investment made may be lost. In addition, in the future the Company and its subsidiaries may not be able to obtain insurance policies on the same terms as are currently in place. The Company's business and results of operations can be adversely affected if the Company incurs any liabilities other than those fully covered by its contracted insurance policies.

The consideration payable to Small Hydroelectric Power Plants (SHPs) contracted under Proinfa and not participating in the Energy Reallocation Mechanism (MRE) depends on hydrological conditions in each region where an SHP is located.

The consideration payable for electricity sold by SHPs not participating in the MRE depends on the generation accomplished for the previous year, which in turn depends on the natural energy flowing in the hydroelectric development on which each SHP is located.

The non-occurrence of expected hydrological conditions can result in their generation being compromised, which can adversely affect the Company's future revenues.

A substantial part of the Company's results of operations depends on favorable hydrological conditions.

According to data from the Ministry of Mines and Energy (MME), more than 70% of the SIN's actual energy supply is generated by hydroelectric power plants. Since the SIN operates in a dispatch system optimized and centralized by the ONS, each hydroelectric power plant, including the Company's, is subject to changes in hydrological conditions in both the geographic region where it operates and in other regions of Brazil.

The occurrence of unfavorable hydrological conditions, combined with the obligation to provide physical guarantee, can result in the Company being exposed to the short-term energy market, where prices can be high, thus adversely affecting the Company's future results of operations and the market price of securities issued by the Company.

Almost all of the Company's hydroelectric generation capacity is within the MRE, which distributes the hydrological risk through all plants linked with this mechanism. The MRE relocates the energy on the accounting books, transferring the surplus from those that generated beyond their physical guarantee to those that fell short of it. If hydroelectric generation is below the total physical guarantee from all plants participating in the MRE, then the generation deficit is prorated, which can lead to exposure to the short-term market and impact the Company's business.

In December 2015, the Company adhered to the renegotiation of the hydrological risk of plants whose energy was sold in the ACR.

On December 15, 2020, the Board of Directors approved the adherence of the Company's plants holding electricity generation concessions to the new hydrological risks renegotiation under Law No. 14.052/2020, concerning the portion of energy that was not renegotiated in 2015.

The conditions to the agreement on the hydrological risk renegotiation were set out by Law No. 14.052, passed on September 8, 2020, and are regulated by ANEEL Normative Resolutions No. 895/2020, issued on December 1, 2020, and No. 930/2021, issued on March 30, 2021. The law provides for compensation for owners of hydroelectric power plants participating in the Energy Relocation Mechanism (MRE) for the effects of the so-called structuring generation projects related to advance of physical guarantee and start-up restrictions on the transmission facilities needed to distribute the energy and, retroactively, for generation outside the order of merit and importation. As compensation, generation companies secured the right to have the concession terms of their grants extended by up to seven years.

On March 2, 2021, the Electricity Trading Chamber (CCEE) issued a review of its compensation calculations contemplating: (i) the application of a discount rate to the calculation of grant term extensions; (ii) consideration of the impacts of the end of the Abengoa and Isolux concessions on the distribution of electricity from HPP Belo Monte; and (iii) recognition of the right of plants operating in a quota system under Law No. 13.783/2013 to compensations calculated as set forth in Law No. 14.052/2020.

4.1 Description of Risk Factors

Additionally, July 12, 2021 saw the publication of Law No. 14.182, the provisions of which include, but are not limited to, the retroactivity of the GSF (Generation Scaling Factor) effects, beginning to contemplate, for the purposes of renegotiation of the hydrological risk set forth in Law No. 14.052/2020, the losses caused between 2012 and 2014 to the hydroelectric power plants contracted in the regulated market, which already had renegotiated the hydrological risk in 2015. Accordingly, explicit provisions were introduced to the effect that, for the period prior to the effectiveness of hydrological risk renegotiation, the physical guarantee from the plants in its entirety would be deemed non-renegotiated energy portion for the purposes of receiving compensation.

ANEEL ratified the grant extension term for those MRE plants that did not renegotiate the hydrological risk in 2015, effective as of the publication of Ratifying Resolution No. 2.919, published on August 12, 2021. This ratification comprised the following Plants owned by the Company: Salto Osório, Passo Fundo, Jaguara and Miranda. Additionally, September 17, 2021 saw the publication of Ratifying Resolution No. 2.932, which ratified the grant extension term for hydroelectric power plants participating in MRE that were affected by the new treatment of the period before the hydrological risk renegotiation taking effect. This ratification comprised the following Plants owned by the Company: Salto Santiago, Cana Brava, São Salvador and Ponte de Pedra. That same Ratifying Resolution comprised the Plants in whose concession the Company participates in a consortium arrangement, namely, Ita, Estreito and Machadinho, for which consent to the renegotiation was obtained from all consortium members in November 2021.

Risk of insufficient wind power generation.

The Company is exposed to the possibility of insufficient wind due to natural factors. A protracted period of wind shortage can result in generation of less energy than contracted, which may have negative impacts on the Company's results of operations.

The Company depends on digital systems, and any failure or attack on those systems can adversely affect the Company's business.

The Company uses and relies on digital automation and information technology systems for significant aspects of its operations, including the operation of industrial units, data storage and retrieval of critical business information. Digital systems are vulnerable to damage from various sources, malfunction and/or physical or digital intrusion, malware (such as viruses) and malicious human actions perpetrated by cyber criminals, which can result in disruption of business, damage to assets, unauthorized access, fraud, theft, destruction and/or undue disclosure of information contained in those digital systems.

Any significant failures or interruptions in the digital systems used by the Company or its third-party service providers can preclude the Company from conducting its energy generation and transmission operations and business activities in general. Any interruption or loss of digital systems on which critical aspects of the Company's operations rely can have an adverse effect on the Company's activities, business, results of operations and financial condition.

In addition, the Company stores sensitive information in digital systems, including information on suppliers, employees and customers. Accordingly, if the servers or third-party servers on which the Company's data is stored are attacked by physical or cyber intrusion, malware or any other malicious human action, then sensitive information of the Company and third parties can be stolen, destroyed or unduly disclosed.

Any security breach involving unauthorized access, misappropriation, loss or any other unauthorized disclosure of sensitive information of suppliers, customer or other partners concerning the Company, whether by the Company itself or by third parties, can (i) subject the Company to administrative, civil and criminal sanctions, (ii) have a negative impact on the Company's reputation or (iii) lead the Company to be held liable to its suppliers, customers, other partners or governmental authorities. Any of these events can have an adverse impact on the Company's business, financial condition and results of operations.

The Company is subject to risks related to noncompliance with the applicable personal data processing laws and can be adversely affected by the imposition of fines and other kinds of sanctions.

The year 2018 saw the enactment of The General Data Protection Law (Law No. 13.709/2018, or "LGPD"), which regulates personal data processing practices in general, and no longer in the sparser and sector-specific way in which the right to privacy and data protection was regulated in Brazil until then.

4.1 Description of Risk Factors

The LGPD provides for a new legal framework to be observed in personal data processing operations, which includes, but is not limited to, rights of personal data subjects, cases in which personal data processing is permitted (legal basis), obligations and requirements concerning information security incidents involving personal data and the transfer and sharing of personal data, as well as sanctions for noncompliance with its provisions, ranging from a simple warning and order to remove personal data being irregularly processed to imposition of fines or prohibition from processing personal data. The law also authorizes the creation of the National Data Protection Authority ("ANPD"), charged with ensuring compliance with data protection regulations.

The LGPD went into effect on September 18, 2020, with the applicability of the administrative sanctions thereunder postponed to August 1, 2021, under Law No. 14.010/2020.

However, irrespective of the applicability of administrative sanctions, noncompliance with any provisions of the LGPD, upon its taking effect, poses the risks of (i) individual or collective lawsuits being filed seeking damages for breaches under not only the LGPD, but also the sparse and sector-specific data protection laws still in force and (ii) imposition of penalties set forth in the Consumer Protection Code and the Civil Rights Framework for the Internet by certain consumer protection agencies, as they already have taken that course of action.

If the Company is not in compliance with the LGPD, it will be subject to sanctions of warning, obligation to publish the breach, temporary blocking, removal of personal data, partial suspension of operation of the database to which the breach refers for a period of no more than 6 months, suspensions from conducting personal data processing activities to which the breach relates for a period of no more than 6 months, full or partial prohibition from performing data processing activities, and fine up to 2% of the revenues of the company, group or conglomerate in Brazil for its past fiscal year, net of taxes, up to the overall amount of R$50 million per breach, being imposed either separately or cumulatively. In addition, the Company can be held liable for individual, collective, property or moral damages caused and be held jointly liable for any individual, collective, property or moral damages caused by the Company or other data controllers or processors with which personal data is shared due to noncompliance with any obligations set forth by the LGPD.

Accordingly, a lack of sufficient measures to protect the personal data processed by the Company and any noncompliance with the applicable laws can result in costs and adversely affect the Company's results.

b. Risks related to its shareholders, especially controlling shareholders

The interests of the Company's Controlling Shareholder may be in conflict with the interests of the Company's investors.

ENGIE Brasil Participações, the controlling shareholder, has power to take actions that include, but are not limited to, electing a majority of member of the Board of Directors and determine the outcome of resolutions requiring shareholder approval, including in transactions with related parties (to be approved by the Related Parties Committee), corporate restructurings, asset sales, partnerships and payment of any future dividends, subject to the mandatory dividend payment requirements of the Corporation Law and the Company's bylaws. The Controlling Shareholder may become interested in making acquisitions or asset sales, entering into partnerships, obtaining financing or engaging in similar transactions that may be in conflict with the interests of its investors and have a material adverse impact on the Company.

Risks related to the Company's shareholders

There are no risks arising from the Company's shareholders, i.e., those having shareholders as the source, to be addressed in this item.

c. risks related to the Company's subsidiaries and affiliates

TAG is jointly controlled by the Company and is not consolidated in its financial statements, according to the accounting practices in place.

Analyzing and managing TAG's risks and opportunities is an exercise that involves employees, managers and officers, including the Company's Chief Executive Officer. Various concerns are taken into consideration, including economic, financial, strategic, reputational, legal, environmental and operational factors. The risks considered include, but are not limited to, Ethics & Compliance, IT & Digital Platforms, regulatory, social and environmental risks, as well as those related to occupational health and safety, facilities integrity and business continuity.

4.1 Description of Risk Factors

The conclusion from that analysis is that the construction, expansion, operation and maintenance of gas pipelines and natural gas transportation facilities and equipment involve various risks, including:

- unavailability of gas transportation systems;
- supply disruptions;
- unavailability of equipment;
- unexpected engineering issues and social and environmental problems;
- construction and operation delays or unexpected excess costs;
- regulatory changes;
- changes in existing tax incentives;
- strikes and other labor disputes, especially involving key suppliers;
- social unrest in the pipeline's sphere of influence.

As for the other subsidiaries, we did not identify additional risks to those already mentioned in this item.

d. Risk related to managers

The Company recognizes that undue conduct or bad management by the managers may affect significantly its performance and reputation, and generate risks and financial and legal losses for the company and its shareholders. Therefore, the Company has adopted measures for reduce the risks related to its managers.

The Company's Board of Directors includes independent members with experience in their areas of practice, with the skills and competence needed to perform their functions with responsibility and ethics. The Bord of Directors is responsible for the supervision and assessment of the performance of the executive board, as well as for the definition of corporate governance strategies and policies.

Additionally, the Company has a Policy of Conflict of Interests that lays down clear rules and objectives to prevent its managers from making decisions that could generate conflicts of interest or harm the interests of the company and its shareholders. The Policy of Conflict of Interests provides for the mandatory disclosure of relevant information about possible conflicts of interest by the managers, as well as for the adoption of preventive and corrective measures to avoid or mitigate these conflicts.

Despite of the measures adopted by the Company, it is not possible to eliminate completely the risks related to its managers. The Company is subject to possible judicial actions, regulatory sanctions and loss of credibility in the event of improper conduct or mismanagement on the part of its managers. The Company has a civil liability insurance for its managers. However, it is not possible to guarantee that the resources available will be enough to cover all costs and damages arising from judicial actions or regulatory sanctions regulatory.

The Company is committed to maintaining transparency and ethics in its operations and ensuring that its managers act with responsibility and in compliance with the standards and regulations applicable.

e. risks related to the Company's suppliers

The Company and its subsidiaries can stand as principal or joint debtors in respect of labor debts of third-party providers.

If any of the third-party contractors providing services to the Company and its subsidiaries fail to meet any requirements of the labor laws, then the Company and its subsidiaries can be held jointly or secondarily liable for any labor debt of those contractors, including fines and other charges. Additionally, if any service providers hired by the Company are deemed to be employees thereof for the purposes of the applicable labor laws, then the Company may be sentenced to pay such labor liabilities directly. In that event, the Company's results and/or financial condition can be materially adversely affected.

Any delay or failure by the builders contracted by the Company to provide services or supply machinery and equipment can have an adverse effect on the Company's image and business.

The Company outsources the building services that it needs in order to develop its projects and buys from third parties the machinery and equipment required. Accordingly, the timeframe and quality of the projects in which the Company is engaged depend on factors that are beyond its control. Outsourcing building services can influence the detection of delays and failures and, consequently, their correction. Any failures, delays or flaws in services provided by any builders contracted by the Company and in the supply of any machines or equipment purchased by it can have a negative effect on its image and adversely impact the Company's business and operations.

4.1 Description of Risk Factors

Any coal shortage can adversely affect the Company's thermal power plants.

The Company operates TPP Pampa Sul, a coal-fired thermal power plant. Coal is paid for under energy supply agreements.

If the mines supplying coal to the Company's thermal power plant fail to meet their conditions to operate, then they may subject to an embargo and precluded from supplying coal. Changes in laws can also affect the operation of mines and render the business unfeasible.

Additionally, there is the risk that employees may go on strike or any other event may happen that brings mining and/or processing to a halt. In any of these events and if the existing inventories at the Plant and at the suppliers are depleted and the Company cannot obtain a substitute supplier for the volume needed, there may be a shortage of coal, which can adversely affect the Plant and, therefore, the Company's results and financial condition.

Regardless of the thermal power plant's contract type, any short supply of coal can adversely affect the Company's thermal power plant, leading to penalties for energy not supplied and thus compromising the Company's results and financial condition.

f. risks related to the Company's customers

Any deterioration in financial conditions can have a negative impact on the consumer market, affecting the Company's business.

The Company's business can be impaired by changes in domestic or global economic conditions, including inflation, interest rates, credit availability, developments in consumption and costs, and effects of government initiatives aimed at managing economic conditions. Any such changes could hamper direct consumption of electricity, as well as the demand for products in the domestic and international markets, affecting the economic activity of the Company's free consumers and thus reducing the need for electricity, thereby compromising the Company's financial results.

Growing competition in the free consumer segment.

Generation companies and traders compete directly with each other to supply energy to the free consumer segment. This competition may hinder the expansion and/or renewal of the Company's existing agreements in the free consumer market for energy, and its revenues, results of operations and ability to make payments may be thus adversely affected.

Counterparties' noncompliance with provisions of energy purchase agreements signed by the Company, and transactions at the CCEE.

This risk can be characterized by: (i) default by the Company's customers; (ii) no registration of energy purchase agreement at the CCEE due to failure by energy suppliers to contribute financial guarantees at the CCEE; (iii) customers' pressure to reduce costs in relation to guarantees provided under energy sale agreements; (iv) conflicting interpretation of agreements or the regulations applicable thereto; and (v) a difference between bilateral contract prices and spot prices or local distribution company prices. Any such event can adversely affect business in the electricity sector and have an adverse effect on the Company's business and results.

g. risks related to the sectors of the economy in which the Company operates

The electricity sector is vulnerable to natural factors, such as floods and droughts, which affect its electricity generation capacity, and to the restrictions of the interconnected energy transmission system in Brazil, which prevent a greater use of the Brazilian energy generation potential.

The low average rainfall for the years immediately before 2001, combined with a lack of installed capacity expansion in the National Interconnected System (SIN) due to legal and regulatory hurdles in the thermal power capacity expansion program, which are not compatible with the increase in demand then existing, resulted in a steep fall in reservoir levels in the Southeast, Midwest and Northeast regions of Brazil and, therefore, in electricity rationing nationwide.

Faced with that adverse condition, the Federal Government implemented on May 15, 2001 an energy consumption reduction program, which became known as the Rationing Program. The Rationing Program imposed energy consumption reduction rates on industrial, commercial and residential consumers that ranged from 15% to 25% and lasted from June 2001 to February 2002.

4.1 Description of Risk Factors

In the hydrological year of 2021, Brazil presented the worst records in history since 1931: average Natural Affluent Energy (ENA) of 51.6 GWm – on average 1.6 GWm below ENA in 1971, the worst year recorded until then. Water shortage was concentrated, especially, in the first nine months of year.

Anticipating this risk, in October 2020, the Brazilian Electric System Operator (ONS) began a series of negotiations with the responsible bodies, requesting additional thermal dispatch beyond that requested in order of merit, as well as flexibility in minimum defluence rates of several SIN hydroelectric power plants, in favor of preserving the reservoirs.

Accordingly, rationing and energy deficit scenarios started to be considered in the beginning of the second half of 2021, with the media repercussion of warnings regarding the lowest historical levels recorded by reservoirs, especially in the months of August and September. The situation was reversed in the last quarter of the year, when the fourth best hydrology rate was recorded in the last decade, due to the advance of the humid season.

If Brazil goes through another period of electricity shortage, the Federal Government may enact policies and measures that could have a material adverse effect on the Company's business, results of operations and financial condition, as well as the market price of securities issued by the Company.

Social movements against expansion of generation assets through construction of large hydroelectric power projects can cause companies in the electricity sector, including the Company, to suffer disruptions in the implementation and/or operation of their plants.

Organized social movements against the expansion of Brazil's generation assets by means of large hydroelectric power projects can disrupt or cause significant delays in the course of implementation and/or operation of hydroelectric power projects, through claims for collective and/or individual resettlement and the awarding of benefits, compensation or indemnities, among other means, as well as those planned and expected by companies in the electricity sector, including the Company. Any action to this effect by such social movements can adversely affect business in the electricity sector and have an adverse effect on the Company's business and results.

h. risks related to regulations for sectors in which the Company operates

Any changes in regulations for the electricity sector can adversely affect companies in the energy sector, including the Company's business and results.

The Company's business is regulated and supervised by the National Electricity Agency (ANEEL) and the Ministry of Mines and Energy (MME). Historically, ANEEL, the MME and other inspecting agencies have exerted a substantial degree of influence on the Company's business, including the types and the terms and conditions of energy sale agreements that the Company is allowed to sign, as well as energy production levels. In the past years, the Federal Government has implemented new policies for the energy sector.

The MME has already published various Ordinances changing the Physical Guarantee from thermal power and hydroelectric power plants, while the National Council for Energy Policy (CNPE) has stipulated, through Resolution No. 3, dated March 6, 2013, the sharing between consumers and generation companies of the costs of thermal power dispatches outside the order of merit. Said Resolution also requires the hydrological risk to be incorporated into the risk aversion mechanisms of the Differences Settlement Price (PLD).

The Company cannot ensure that new measures like those will not be taken in the future and is therefore subject to potential cuts in its physical guarantee, which can adversely affect its results of operations.

The Company's principal business activities, growth strategy and business can be adversely affected by governmental actions, including:

- changes in the laws applicable to the Company's business;
- discontinuance and/or changes in federal and state concession programs;
- imposition of stricter qualification criteria for future bids;
- changes in the tax laws of Brazil; and
- delay to implement annual price adjustments.

The Company cannot ensure what actions will be taken by the Federal Government in the future or the extent to which such measures may adversely affect its results of operations. If the Company is required to proceed in any way substantially different from that laid out in its business plan, then the Company's financial and operating results can be adversely affected.

4.1 Description of Risk Factors

The Company's concession agreements authorizing it to generate electricity from the hydroelectric developments of its hydroelectric power plants or to transport electricity through transmission lines, and such authorizations are subject to termination in certain cases.

Under the Concession Agreements signed by the Company with the Granting Authority through ANEEL, various concessions were granted to the Company in respect of the hydroelectric developments from which the Company produces most of the electricity traded by it. Such concessions can be extended for a period of up to 20 years if the Company, having met all of its obligations under its Concession Agreements, requests such extension no later than 36 months before their expiration dates. The Company's concessions currently in place are due to expire between 2030 and 2048, as set out in section 1.6. Concessions can be extended at the Granting Authority's discretion, even if the Company has met all of its obligations under its Concession Agreements and timely requested extensions. Additionally, the Company joined the new renegotiation of hydrological risk relating to Law 14.052, with estimated extension in certain concessions that vary from 6 months to 5 years, as described in item 1.6. There is also a legal provision, in Art. 19 of Law 13.360/2016, that establishes that in the case of delay in the beginning of commercial operations as a result of the circumstances characterized by Aneel as exclusion of responsibility, the term of the electricity generation concession will be recomposed through the extension of the concession for the same period of the exclusion of responsibility. Engie requested the recomposition of terms according to said Article regarding the UHEs of Estreito, São Salvador and Ponte de Pedra. UHE Estreito already had a recognized right on 852 days of recomposition of the term according to Authorization Resolution No. 13.559/2023, while the other two requests, of UHE São Salvador and UHE Ponte de Pedra, are in process at Aneel, and a decision is pending.

Therefore, there can be no assurance that the concessions granted to the Company will be extended by the Granting Authority. In addition, the extension of a concession is likely to be conditional upon the Company's payment of the applicable Grant Bonus (BO) amounts.

The Concession Agreements provide that each concession can be terminated before expiration in the following events: (i) expropriation by the Granting Authority for reasons of public interest; (i) if the concession expires (under the relevant Concession Agreement); or (iii) if the Company fails to meet its obligations under its Concession Agreements and the applicable laws and regulations, in which case the concession will be declared terminated. The Company, too, may request termination of concessions if the Granting Authority fails to meet its obligations, but that will require a specific legal action.

The indemnity to which the Company is entitled in the event that a concession is terminated may not be sufficient to recover the full value of certain assets. In addition, if any of the Concession Agreements is terminated due to the Company's failure to meet its obligations, then the actual compensation amount payable by the Granting Authority can be significantly decreased by the imposition of fines or other penalties.

Accordingly, the early termination of any Concession Agreements, either separately or collectively, for any reason, would have a material adverse effect on the Company's business, results of operations and financial condition, as well as on the market price of securities issued by the Company.

Similarly, under the applicable laws, in the event that the Company fails to comply with the terms of the authorizations enabling it to operate its thermal power plants, the relevant authorization can be annulled. That fact, by itself or together with any other factor, would have a material adverse effect on the Company's business, results of operations and financial condition, as well as the market price of securities issued by the Company.

ANEEL can impose penalties on the Company for noncompliance with any provision of its Generation and Transmission Concession Agreements and authorizations.

ANEEL can impose penalties on the Company if the Company fails to comply with any provision of its generation and transmission concession agreements or authorizations. Depending on the seriousness of any such failure, those penalties can include:

- warnings;
- default fine, limited to a maximum 2% of the annual revenues from the concession or authorization in question or, if such concession or authorization is not operational, then to a maximum 2% of the estimated price of the energy that would be generated in the twelve-month period before occurrence of the default;
- embargoes on the construction of new facilities or equipment;
- restrictions on the operation of existing facilities and equipment;
- temporary suspension from participating in bidding processes for new concessions;
- revocation of authorization;
- intervention by ANEEL in the management of the concessionaire in breach; and
- termination of concession.

4.1 Description of Risk Factors

Additionally, ANEEL can, without prejudice to the foregoing penalties, temporarily intervene in concessions granted to the Company to ensure the proper operation of generation and transmission assets and compliance with the applicable laws and regulations.

Any of the foregoing penalties, as well as any intervention by ANEEL in the generation and transmission concessions or authorizations granted to the Company, could have a material adverse effect on the Company's business, results of operations and financial condition, as well as on the market price of securities issued by the Company.

New rules on electricity sales and market conditions in the future can affect the selling prices asked by the Company for electricity.

Uncontracted energy can be intended to either the Free Market (ACL) or the Regulated Market (ACR).

The applicable laws allow any distribution companies contracting with the Company at any existing energy auctions in the ACR to reduce their contracted quantities by a limit of 4%, with no charges imposed, exposing the Company to the risk of not contracting the volume by which contracted quantities are reduced on equal terms with a different customer or at suitable pries.

Moreover, any energy contracted with the Company can be reduced due to exit of potential free consumers of distribution companies. If the Company cannot contract the surplus capacity at suitable prices, that can have an adverse effect on its business, and its revenues and results of operations can be adversely affected in the future, as can the market price of securities issued by the Company.

i. risks related to foreign countries where the Company operates

The Company does business predominantly in the Brazilian market, having only a small and indirect operation in the international market.

j. Risks related to social issues

The Company recognizes that its activities can affect the society in various ways, and that social issues should be considered in the strategic and operational decisions. The generation and transmission of energy may have direct and indirect impacts on the local communities, such as changes in the environment, sound and visual pollution, effects on public health and on the means of subsistence of the populations affected. In addition, the Company is also subject to possible claims or judicial actions relating to non-compliance with human, labor or social rights.

To reduce those risks, the company adopts practices and policies that seek to minimize negative impacts and maximize the social benefits. The Company performs studies on environmental and social impacts (EIAS) before implementing new ventures and makes efforts to minimize and compensate for identified negative impacts. The company also strives to establish a transparent and continuous dialogue with the communities affected, to identify and cooperate with their needs and concerns.

Furthermore, the Company has internal policies and programs to guarantee the promotion of human and labor rights, as well as diversity, inclusion and equity. The Company performs periodic assessments of social risk in its operations and seeks to implement the best social management practices in line with international principles and guidelines.

Despite these efforts, the Company recognizes that social issues may pose unforeseen risks and that external events external, such as regulatory changes or natural disasters, can affect negatively the reputation of the company and its relationship with the communities. Therefore, the Company is committed to continually monitoring and evaluating the social risks related to its activities, and take measures to reduce this risks efficiently.

k. Risks related to environmental issues

As presented in the Company's 2022 Sustainability Report, the management of socio-environmental risks relating to the assets of ENGIE Brasil Energia include a mapping process, as well as the respective action plans dedicated to prevention and mitigation – with short, medium and long-term actions. Risks are categorized in a tool called "Environmental Risks Matrix", reviewed periodically and reported to different management levels. The whole management process, from managing to mapping the execution of the plans, has a multidisciplinary character, involving teams from different areas of the Company, such as Environment, Legal, Operations and Maintenance.

4.1 Description of Risk Factors

Aligned to the guidelines of the ENGIE Group and the Enterprise Risk Management (ERM), the methodology adopted for management of socio-environmental risks evaluate the probability and the impact of the risks applicable to each business. Like this, the matrix sets eight categories of direct risks, as described below.

DIRECT SOCIO-ENVIRONMENTAL RISKS

Risk Category	Description
Environmental licensing	Events or situations that impact the process of licensing, such as divergences in the context or scope of conditions, and significant changes in the conditions in the license renewal process.
Environmental compensation	Situations arising from the environmental compensation process linked to the National System of Conservation Units (SNUC).
Ichthyofauna	Adverse situations mainly linked, to the periods of droughts and/or other environmental conditions potentially harmful to fauna (notably fish) in the hydroelectric plant's region.
Avifauna	Adverse situations and environmental conditions that are potentially harmful to birds in the region of wind power plants and transmission lines in operation.
Traditional communities	Situations linked to licensing processes and how they relate to the traditional communities that influence the region, such as Indians, riverside populations and quilombolas.
Archeology	Pendencies in archaeological regularization, especially at the scope of environmental licensing.
Protected Areas	Situations of impact in areas of conservation, such as permanent preservation.
Use of Surroundings of the Reservoirs	Situations linked to the management and use of areas surrounding the reservoirs of hydroelectric plants operated by the Company, managed through the respective Environmental Plans for Conservation and Use of the Reservoir Surrounding Areas (Pacuera).

Any occurrence of environmental damages involving the Company's activities can subject it to paying environmental recovery costs and indemnities.

The activities of the electricity and gas sectors can damage and have negative impacts on the environment. Federal laws impose on those having directly or indirectly caused environmental degradation the duty to repair or indemnify for damages caused to the environment and any third parties, irrespective of whether negligence exists. Federal laws also provide for the piercing of the corporate veil on any polluting company and for personal liability of its managers to enable redress to be provided for losses caused to the quality of the environment.

Accordingly, the partners and managers of the polluting company may be forced to pay for the cost of environmental repairs. The payment of substantial costs for recovery of the environment and environmental compensation may force the Company to delay or redirect its investments to other areas and have an adverse effect on business and on the book value of the securities issued by the company, as well as on its image.

As a result of global warming, more accidents and natural disasters have been occurring, such as storms, cyclones, hurricanes, floods, droughts, etc. Accordingly, the Company has been considering and assessing factors that include, but are not limited to, floods, heatwaves, water stress and extreme windfalls. These events can cause damage to generation resources and sources, as well as the facilities of the Brazilian electricity sector, with potential effects on the environment and the community.

The potential amount of such a financial impact could range from R$ 236 thousand (PCG) to R$ 2.4 billion in an extreme incident scenario (involving a large hydroelectric power plant), considering advisory, specialized technical assistance and facility maintenance costs. The calculation was made in 2021 involving scenarios for ENGIE Brasil Energia's 13 hydroelectric power plants, and the valuation did not involve third-party damages.

4.1 Description of Risk Factors

Changes to environmental laws and regulations can adversely affect the business of companies in the electricity sector, including the Company.

Companies in the electricity sector, particularly generation companies, are subject to strict environmental laws at the federal, state and municipal levels on matters that include, but are not limited to, air emissions and interventions in specially protected areas. Such companies need licenses and authorizations from governmental agencies to conduct their activities. In the event of breach of or noncompliance with the applicable laws, regulations, licenses and authorizations, those companies can be subject to administrative sanctions, such as fines, closedowns, cancellation of licenses and revocation of authorizations, and criminal sanctions (including their managers).

The Public Prosecutors' Office may commence civil inquiries and/or file civil class action from the outset seeking compensation for any damages to the environment and third parties. The relevant governmental agencies or other authorities may also issue new, stricter rules or seek more restrictive interpretations of existing laws and regulations, which could require companies in the electricity sector, including the Company, to spend additional resources on environmental compliance, including on obtaining environmental permits for facilities and equipment that previously did not require them.

Governmental agencies or other authorities can also significantly delay the issue of licenses and authorizations required for companies in the electricity sector to conduct business, including the Company, putting it behind project construction schedules and thus having adverse effects on the Company's business and results.

The creation and implementation of new regulations or government policies with the objective of reducing climate change, and the discussions that take place globally and domestically and that may affect the Company, should also be considered.

l. Risks related to climate matters, including physical and transition risks

The Company recognizes that climate changes represent a significant risk for its activities in terms of physical and transition risks. Physical risks include extreme climate-related events, such as droughts, floods and storms, which can affect energy generation, transmission and gas transportation infrastructure, causing significant disruptions or damage. Additionally, climate change can affect hydrology and, consequently, the level of water in reservoirs, affecting the production of hydroelectric energy. Transition risks include the possibility of changes in government regulations, changes in the preferences of consumers for renewable energy sources and the possibility of fluctuations in prices of energy commodities.

To reduce these risks, the Company adopts practices and policies that aim to reduce its greenhouse gas emissions and increase the energy efficiency of its customers, in addition to increasing the share of renewable energy sources in its energy matrix. In addition, the Company seeks to implement practices to manage climate risks, including the assessment of climate risk climatic in its decision-making processes, considering climate projections and related uncertainties.

The Company also works to strengthen its resilience to physical risks associated with climate change, including the implementation of contingency plans in case of extreme events related to the climate.

Despite these efforts, the Company recognizes that the climate change represents a risk in progress, and that external events, such as sudden changes in climate conditions or policies, may negatively affect its operations. Therefore, the company is committed to monitor continuously the climate risks related to its activities and to take measures to mitigate them.

m. Risks relating to other matters not included in previous items

The Company understands that the risks addressed in the previous items include all risks, however risks may represent unforeseen events, and that external events can generate new risks.

4.2 Indication of the five main risk factors

Main risk factors among those listed in field 4.1:

- Inability to obtain or renew permissions, government approvals and licenses;
- Hydrological and meteorological interference;
- Shutdowns of operation due to repairs, defects in series, hidden failures or construction failures;
- Changes in the regulations of the electricity sector may adversely affect the companies of the sector, as well as the Company’s business and results; and,
- The Company depends on digital systems, and any failure or attack to these systems may adversely affect the Company's activities.

4.3 Description of main market risks

The Company has a Financial Forum in place that submits to the Executive Board policies for the application of funds, advance and postponement of receipts and payments. When convenient, it recommends debt restructuring and funding operations. For more information regarding the Financial Forum, see item 7.8 hereof.

Market risks are monitored by the Financial Forum, which periodically assesses the Company's exposure and proposes strategies, controls and position and credit limits with other market partners.

a. Risk related to interest rate and floating indexes

Effects of fluctuations in floating indices

Inflation and the policies adopted by the Federal Government and the monetary authorities may adversely affect the economy and the Brazilian securities market, as well as the conduction of the Company's business.

The Broad Consumer Price Index (IPCA), which measures the official inflation in the country, was 5.8% in 2022, against 10.1% in 2021.

Measures taken thy those responsible for tax and monetary policies to control inflation, combined with the perspective about possible future measures taken by these agents, may contribute for uncertainties in the Brazilian economy and increased volatility in the Brazilian capital market. Future actions by the Federal Government and monetary authorities responsible for tax and monetary policies, including loss of the fiscal anchor, change in inflation goals, change in interest rates or interventions in the credit and foreign exchange market to adjust or to recover the value of the Real currency, may have important and adverse effects on the Brazilian economy and/or on the Company's business. Other external and internal events that may affect the production chains, such as pandemics, strikes, wars and natural disasters, may also impact inflation indices.

The debts of the Company and its subsidiaries are exposed to variable interest rates, such as TJLP and DI rate, which tend to fluctuate in line with interest rate fluctuations and inflation effects.

On December 31, 2022, the total amount of loans, financing, redeemable preferred shares and debentures of the Company (current and non-current) was R$ 17.9 billion – including debt in foreign currency – of which 78.2% was indexed to inflation. In addition, the Company has concessions payable in the amount of R$ 5.3 billion which are linked to the IPCA and IGP-M inflation indexes, the same indexes used in the energy sales agreements of the respective plants under concession.

Due to the history of volatility of price indexes (inflation), the Company prepared a sensitivity analysis for December 31, 2022 on its inflation-indexed debt, with the following assumptions available in the market (source: Focus report by the Central Bank of Brazil):

			Sensibility		
Indexes	Variation 2022	Probable scenario 2023	Probable	Scenario Δ 25%	Management
Risk of variation in interest rates and indexes					
IPCA	5.8%	5.3%	-0.5 p.p.	1.3 p.p.	-1.4 p.p.
IGP-M	5.5%	4.6%	-0.9 p.p.	1.2 p.p.	-0.5 p.p.

The probable sensitivity was calculated based on the variations between the indexes for 2022 and those forecast in the probable scenario for 2023, and demonstrate any additional impacts on the Company's results. The other sensitivities presented were calculated based on (i) a variation of 25%; and (ii) Management's estimates on the forecast scenario, which correspond to Management's assessment of a reasonably possible change in interest rates and floating rates for 2023. The variations that may impact the result, and, consequently, the consolidated shareholders' equity for 2023, compared to the year 2022, if such scenarios materialize, are as follows:

	Sensibility		
(Amounts in R$ million)	Probable	Δ 25%	Management
Risk of increase (liabilities)			
Loans and financing	37	(100)	108
Debentures	31	(84)	91
Concessions payable	28	(61)	52

4.3 Description of main market risks

Effects of interest rate fluctuations

In the event of an increase in interest rates, there will be an increase in the Company's debt service costs and in the financial expenses arising therefrom, which may have a negative impact on the Company's business, financial condition and results of operations.

On December 31, 2022, the Company had 6.5% of its consolidated debt (loans, financing, redeemable preferred shares and debentures) indexed to the TJLP. The amount indexed to CDI, also in the consolidated figures, represented 15.3% of the debt.

The Company prepared a sensitivity analysis for 2022 on loans and financing exposed to interest rate fluctuations, based on the following assumptions available in the market (Source: Focus of the Central Bank of Brazil):

			Sensibility		
Variation in indexes	**Variation 2022**	**Probable scenario 2023**	**Probable**	**Δ 25%**	**Management**
TJLP	7.2%	7.4%	0.2 p.p.	1.9 p.p.	0.3 p.p.
CDI	13.7%	12.2%	-1.5 p.p.	3.1 p.p.	-0.3 p.p.

The sensitivity calculation was prepared considering the same methodology mentioned above. The additional impacts that would be caused on the Company's consolidated financial result, if the scenarios materialize, are as follows:

	Sensibility		
(Amounts in R$ million)	**Probable**	**Δ 25%**	**Management**
Loans and financing	(3)	(35)	(5)
Redeemable preferred shares	8	(18)	2

The Company may be adversely affected by difficulty in obtaining the necessary funds through capital market or financing transactions.

To obtain funds for its activities, including recent projects acquired and/or developed by the Company, the Company seeks to obtain financing from financial and development institutions. Its ability to continue obtaining such financing or obtaining it on favorable terms depends on several factors, including the Company's indebtedness level and market conditions.

Additionally, the market for securities issued by Brazilian companies, as well as the supply of credit to Brazilian companies, are influenced, to varying degrees, by the global economy and market conditions, especially by Latin American countries and other emerging markets. Investor reactions to developments in these countries could have an adverse effect on the market value of securities of Brazilian issuers. Crises in Brazil and/or in other emerging countries or economic policies in other countries, the United States in particular, may reduce investor demand for securities of Brazilian companies, as well as the supply of credit to Brazilian companies. In addition, significant volatility in the global credit and capital markets and/or the unavailability of financing in the global credit and capital markets at reasonable rates could have a material adverse impact on the financial market, as well as on the global and domestic economies.

If the Company is unable to obtain the necessary funds or obtain them on reasonable terms, the Company may experience difficulties in implementing and completing the investments planned in its fixed assets and the operation and development of its business may be adversely impacted.

The Company's financial agreements have specific obligations, including contractual restrictions to the Company's indebtedness capacity.

The Company and its subsidiaries are subject to certain clauses and conditions of existing loan, financing and debenture contracts that restrict its autonomy and ability to contract new debts. In the event of non-compliance with any provision of the respective contracts, including the established financial indices in these contracts, the values expiring (principal, interest and fines) object of those mentioned contracts may become payable, in addition to initiating a "cross default" in other obligations of the Company and its subsidiaries, according to clauses in several existing loans, financing and debentures contracts. In the case of advanced maturity of some important financial contract, the Company and its subsidiaries may not be capable of accomplishing the payment of the debt balance of the respective debt, which may have an important adverse impact on business and on the Company's financial situation.

4.3 Description of main market risks

b. Risk related to liabilities denominated in foreign currency

The Company and its subsidiaries have loans and financing contracted or indexed to foreign currency. Exchange risk is associated with the possibility of fluctuations in exchange rates, which affects the financial result and balances indexed to foreign currency. The Company's hedging policy seeks to achieve a low level of exchange exposure in its liabilities and commitments denominated in foreign currency, which are permanently monitored by its Financial Forum. On December 31, 2021, the Company had no financial commitments in foreign currency whose exchange variation was not fully hedged.

The Company's foreign exchange exposure levels have remained very low in relation to its total indebtedness.

On December 31, 2022, the Company had 11.6% of consolidated debt indexed to US Dollars, which represents R$ 2.1 billion, fully protected by hedge.

c. Risk related to the price of energy in trading operations

As of January 2018, the Company entered the trading market, with the objective of obtaining gains from energy price variations, exposing the Company to the price risk of this commodity.

Trading transactions are carried out in an active market and recognized at fair value through profit or loss, based on the difference between the contracted price and the market price of outstanding agreements on the balance sheet date.

The main risk factor that impacts the pricing of trading operations is the exposure to energy marking-to-market prices, which may cause a negative impact on the Company's business, its financial condition and the results of its operations.

The Company's marking-to-market is mainly based on prices of negotiations of future energy products in the active spot market. In the case of lack of liquidity in this market, the calculation techniques used will consider the prices established for future products, as developed by specialized entities.

On December 31, 2022, the total amount referring to the Company's outstanding trading transactions (current and non-current) was R$ 256.6 million (assets) and R$ 221.5 million (liabilities), representing a net amount of R$ 34.1 million.

In the decision-making process related to trading activities, the Company's Management uses sensitivity assessments considering percentiles of the historical volatility of the energy price for the product.

The percentiles are measures that divide the sample, in ascending order of data, into 100 parts, each with an approximately equal percentage of data, considering, in this case, the historical volatility of the price of each energy product. Therefore, the 25th percentile (P25) and the 75th percentile (P75) determine the 25% and 75% lowest observed prices, respectively.

The sensitivity assessments considering this methodology are presented below:

		Sensitivity	
(Amounts in R$ million)	**12.31.2022**	**Scenario P25**	**Scenario P75**
Unrealized earnings on trading operations	34	34	34

The variation in the discount rate does not significantly impact the calculated fair value, given the short duration of the outstanding trading portfolio, which is less than five years, which is why a sensitivity analysis was not presented.

4.4 Relevant non-confidential proceedings

The Company and its subsidiaries are parties to legal, administrative and arbitration proceedings of tax, labor and civil nature. The provisioning policy adopted by the Company's Management takes into account the nature of the proceedings, the relevance of the claims, and the decisions in similar processes.

For the purposes of this section 4.4, the Company considered as individually relevant legal and/or administrative proceedings: (i) proceedings with an individual amount equal to or greater than R$50 million; and (ii) proceedings that individually may have a negative impact on the Company's image ("Relevant Proceedings").

The Company and its controlled companies are parties to the following tax, civil and social security Relevant Proceedings:

(I) tax

Proceeding n° 10980-726947/2018-49	
Judicial Body/Court	Administrative Council of Tax Appeals - CARF
Jurisdiction Level	Appellate
Commencement date	12/13/2018
Parties	**Plaintiff:** Brazilian Federal Revenue Office (RFB), Florianópolis (SC) **Defendant**: ENGIE Brasil Energia S.A.
Amounts, assets or rights involved	R$ 577 million (amount adjusted on 12/31/2021)
Main facts	On 12/14/2018, the Company, after a long tax audit, became aware of a Tax Assessment Notice (AI) relating to PIS and COFINS contributions from 01/2014 to 12/2016. The tax authorities understand that the amounts transferred by Eletrobras relating to the acquisition of mineral coal and other fuels are a subsidy from the Federal Government and, therefore, should be the basis for calculating such contributions. The Company, on 01/15/2019, through its external advisors, challenged the Tax Assessment Notice (AI) claiming that: (i) the Company does not have legal possession of the fuels, which belong to Eletrobras (ii) reimbursement cannot be treated as a subsidy as it is financed by final consumers and not by the Government; and (iii) the refunded amount does not increase the Company's revenue, according to a case law in the higher courts asserting that only amounts received that actually result in an increase in wealth are subject to payment of PIS and COFINS. On 04/22/2019, the Brazilian Federal Revenue Judgment Office issued a decision against the Company. On 05/24/2019, ENGIE filed a voluntary appeal with the Administrative Council of Tax Appeals (CARF). On 01/24/2020, the Company became aware of the decision against the Voluntary Appeal filed with CARF. However, in the Company's understanding, the procedures adopted are in accordance with the accounting standard and tax law, thus, on 02/10/2020, it filed the Motion for Clarification against the Appellate Decision with CARF, which is awaiting analysis by the panel. On 11/21/2022, a Special Appeal was filed with the CSRF, which was denied on 12/29/2022. As a result of the denial, the company filed, on 01/09/2023, an appeal to the CSRF which is awaiting analysis. After considering the special appeal, if necessary, ENGIE will follow the next steps of litigation before the Judiciary Branch.

4.4 Relevant non-confidential proceedings

Proceedings n° 10980-726947/2018-49 – continued	
Summary of merit decisions given	DRJ – Judgment issued demonstrating an unfavorable position to the Company with the understanding that the amounts transferred by Eletrobras relating to the acquisition of mineral coal and other fuels, are a subsidy for costing by Government Federal and, therefore, should be the basis for calculating the aforementioned contributions. CARF – Keeps the same understanding in the judgment of Voluntary Appeal, motion for clarification and Special Appeal.
Proceeding phase	Special Appeal not admitted, waiting analysis of the Interlocutory Appeal.
Chance of loss	Possible
Reason for which the case is deemed important	Taking into account the amounts involved as from the assessment notice, which exceed R$ 50 million Reais, as well as the possibility to reassign the case, which may replicate in the coming years, as well as for the fact that such discussion directly impacts the structure of the operations of the Power Plant, we understand that this matter must be considered relevant.
Analysis of impact in case of loss	In the event of a loss, the Company will incur an expense of R$ 577 million and its assets will be reduced by the same amount upon disbursement. Additionally, if the outcome of this dispute is not successful, the Company intends to claim reimbursement of said tax charges through review of the Unit Variable Cost (CVU) of the plant and the reimbursements by the Energy Development Account. From such amount, R$ 230 million is relating to the principal; R$ 172 million to fine, and R$ 175 million to interest.

Proceedings n° 01789617620078210027 (REsp nº 1.580.456/RS)	
Judicial Body/Court	Justice of the State of Rio Grande do Sul
Jurisdiction Level	Superior Court of Justice
Commencement date	11/22/2007
Parties	Plaintiff: Engie Brasil Energia S.A. Defendant: State of Rio Grande do Sul
Amounts, assets or rights involved	R$ 105,429,520.73 (value adjusted for May/2023)

4.4 Relevant non-confidential proceedings

Proceeding n° 01789617620078210027 (REsp nº 1.580.456/RS) - continued	
Main facts	On 11/23/2007, the action was distributed. On 11/30/2009, a decision found the Ordinary Action not acceptable. The State and the Company filed Appeals, both were denied on 01/19/2011. A motion for clarification was filed and was partially accepted on 14/12/2011. A new motion for clarification was filed and partially accepted on 03/21/2012. Special and Extraordinary Appeal filed, both denied on 07/17/2012. An Interlocutory Appeal on Special appeal was filed on 08/02/2012, after submission of appellees' brief by the State, distributed to the STJ on 09/19/2012. An Interlocutory Appeal on Special appeal was filed, accepted and the return of the records to the Court of origin was determined for new trial of the motion for clarification, on 04/16/2013. Remanding of the case to the Appeal Court, and the motion for clarification was accepted for purposes of pre-questioning, unanimously, on 12/18/2014. Special and Extraordinary Appeal filed on 04/29/2015. On 05/19/2019, the Special Appeal was not accepted by the STJ in a monocratic decision. An Internal Appeal on Special Appeal was filed on 07/19/2017, the proceeding now awaits judgment.
Summary of Merit decisions given	On 11/30/2009, a decision was published and the Ordinary Action was not accepted since it was understood that the ICMS must be levied on transactions carried out by the company, since these operations consist of the entry of electricity to final consumers. Appeals filed by the Plaintiff and the State, the Court of Justice dismissed both, unanimously, on the grounds that there would be incidence of ICMS in the concrete case, since the Company would be a final consumer, and there would not exist a reason to decharacterize the tax replacement instituted, or invalidate the assessment made. A Motion for clarification was filed by the Plaintiff, which was rejected on 12/14/2011, due to the absence of defects in the decision accepted. Subsequently, on 03/21/2012, a new motion for clarification was filed by the Plaintiff, which was partially accepted, to correct the material error pointed out.

4.4 Relevant non-confidential proceedings

Proceeding n° 01789617620078210027 (REsp nº 1.580.456/RS) - continued	
Summary of merit decisions - continued	Special and Extraordinary Appeals filed, which decision denied the Special Appeal, judged the Extraordinary Appeal to be moot with regard to paradigm AI No. 791.292 and denied acceptance of the Extraordinary Appeal in relation to the other issues. An Interlocutory Appeal on Special Appeal was filed, and accepted regarding the denial of validity of Article 535 of the Code of Civil Procedure, determining the remanding of the case to the Court of origin for a new trial of the Motion for Clarification, on 04/16/2013. Remanding of the case to the Court, and the Motion for Clarification was accepted for pre-questioning purposes, unanimously, on 12/18/2014. On 05/19/2019, the Special Appeal was not accepted by the STJ in a monocratic decision based on Summary No. 7/STJ and Summary No. 280/STF.
Proceeding Phase	Awaits judgment of the Internal Appeal filed by ENGIE at the STJ against a monocratic decision that did not hear Special Appeal No. 1.580.456.
Chance of loss	Probable
Reason for which the case is deemed important	Proceeding that, individually, may negatively impact the Company with an amount above R$50 million.
Analysis of impact in case of loss	The case may negatively impact the Company, to the extent that, if there is a loss, it will result in payment of R$106 million. However, any amount that may be disbursed by the Company, through tax enforcement, is fully covered by a liability agreement and the pledge of the client's real property as guarantee.

4.4 Relevant non-confidential proceedings

(II) Civil

The Company has several civil actions relating to contractual issues with suppliers, retirement benefits, tariff for use of the transmission system, environmental matters and other expropriation and indemnity suits filed by individuals and legal entities affected by the flooded areas of the plants' reservoirs.

Proceedings No. 0007442-81.2007.4.01.3500	
Judicial Body/Court	2nd Federal Court of Goiânia (GO) and redistributed to the Federal Court of the Judicial Subdistrict of Uruaçu (GO)
Jurisdiction Level	Lower
Commencement date	07/24/2007
Type of suit	Public Interest Civil Action
Parties	**Plaintiff:** Brazilian Federal Prosecutors' Office, Goiás **Defendant:** ENGIE Brasil Energia S.A., National Agency of Electric Power (Aneel), Brazilian Institute for the Environment and Natural Resources (IBAMA), and Environment Agency of the State of Goiás (AGMA).
Amounts, assets or rights involved	Protected areas affected by the reservoir of the Cana Brava Hydroelectric Power Plant (Cana Brava HPP), especially with regard to the indigenous area. The provisioned amount is R$ 9.5 million (amount adjusted on 12/31/2022).
Main facts	The Federal Prosecutors' Office (MPF) filed a Public Interest Civil Action claiming the alleged occurrence of the following problems related to the implementation and environmental licensing of Cana Brava HPP (built back in 1998 and in operation since 2002): (i) preparation of detailed studies to quantify the submerged vegetation in the area of the Cana Brava HPP reservoir; (ii) removal of all biomass that, according to technical criteria, is not considered necessary for the protection of the ichthyofauna, in order to improve water quality and the multiple uses of the reservoir (including navigation); (iii) preparation of a detailed report on the rescue of the fauna, to be submitted to Ibama for analysis; (iv) implementation of measures aimed at ensuring control of the expansion of epidemiological diseases in the entire region directly or indirectly affected by the project; (v) implementation of a social and environmental mitigation and compensation program for the impacts caused to the land and the Ava-canoeiro indigenous community; (vi) transfer of the environmental licensing process to IBAMA; (vii) compensation for environmental damage resulting from the non-suppression of vegetation; (viii) compensation for damages caused to the social and environmental heritage of the Avá-Canoeiro indigenous community; and (ix) compensation to the indigenous community for collective pain and suffering in an amount to be fixed by court.

4.4 Relevant non-confidential proceedings

Proceedings No. 7442-81.2007.4.01.3500 – continued	
Main facts – continued	The Company answered the public interest civil action by disputing all the allegations made and documents and requests submitted by the Federal Prosecutors' Office (MPF) basically on the following grounds: (i) existence of lis alibi pendens and connection with Class Actions Nos. 2004.35.00.004291-3 and 2006.35.00.016335-1, at the 2nd Federal Court of Goiás - it should be noted that such actions have already been dismissed; (ii) lack of standing to be sued of defendant ENGIE Brasil Energia S.A.; (iii) lack of interest in the suit with respect to the request for preparation of a report on the rescue of the fauna, since it has already been prepared; (iv) lack of interest in the suit with respect to the implementation of public health measures and programs, since such measures and programs have been implemented; (v) lack of interest in the suit in relation to the request for the adoption of mitigating and compensatory measures to the indigenous community, since there is a proposal from the entrepreneur waiting for an answer of the National Indian Foundation (FUNAI); (vi) legal impossibility of the claim for compensation for collective pain and suffering; (vii) Law No. 3.824/60, which requires the suppression of existing vegetation in the areas to be flooded by the reservoirs, shall be interpreted taking into account the technical evolution, in the sense that what is technically recommended is to be suppressed in order to ensure the maintenance environmental quality; (viii) the suppression of vegetation in the area flooded by the reservoir was carried out properly, based on the authorization granted by the environmental agency, which has a presumption of legality; (ix) the non-suppression of all vegetation did not cause environmental damage - there is no navigation on the river, the hydroelectric plants emit few greenhouse gases, and the quality of the water in the reservoir is good; (x) the rescue of the fauna was carried out properly; (xi) there was no spread of epidemiological diseases in the region - official data show that the information in the complaint is not correct; (xii) regarding the Avá-Canoeiro indigenous area, the entrepreneur proposed to take the necessary measures to promote fair mitigation and compensation for the affected area. A Meeting was held with the Federal Prosecutors' Office (MPF) and FUNAI to discuss the necessary steps. Emergency measures were agreed and taken and a study was agreed to be prepared based on the Term of Reference prepared by FUNAI. The Study was carried out, but after it was completed FUNAI requested a new different study. As the new study aims not only to compensate for the impacts, but also to study the entire indigenous reserve, which, in the Company's view, is an obligation of FUNAI and is outside the scope of the action, the Company did not agree with its preparation. In 2008, after recognizing the connection asserted in the Company's defense, the 3rd Federal Court ordered the redistribution of the proceedings to the 2nd Federal Court. In 2009, the Company requested for the document "Epidemiological Survey of the Morbidity and Mortality Index in the UHCB Region" to be entered in the records, evidencing that the reservoir have not caused the increase of any form of disease in the region.

4.4 Relevant non-confidential proceedings

Proceedings No. 7442-81.2007.4.01.3500 – continued	
Main facts – continued	On preliminary injunction, the Federal Judge of the 2nd Court ordered: the transfer of the licensing process to Ibama; that the Company provide technical studies on the submerged vegetation; the implementation of an action plan to control the spread of diseases in the region; and that the Company submit a proposal for compensation for the indigenous community and a report on the road network affected. The Company filed an Interlocutory Appeal against the preliminary decision, and the Regional Federal Appellate Court of the First Region (TRF1) revoked the order to suppress the flooded biomass, and considered the adoption of measures to control the spread of epidemiological diseases unnecessary. Appeals were filed against this decision, but without any immediate effects against the decision of TRF1, which is upheld. In February 2011 the proceeding was suspended for six months at the request of the plaintiff, the Brazilian Federal Prosecutors' Office. In June 2014, the proceeding was suspended again for sixty (60) days, at the request of the Brazilian Federal Prosecutors' Office. In October 2016, IBAMA filed a statement for the Company. The Company has been seeking negotiation with FUNAI aiming to reach an agreement to settle the proceedings. In 2022, the FUNAI and The Company continued to negotiate the work plan under discussion, and reached a consensus regarding the measures to be adopted. At the moment, the referred work plan is in progress. In parallel, the case is found at the lower court, in the initial production of evidence phase.
Summary of merit decisions	Proceeding yet pending judgment at the lower court.
Proceeding phase	Lower court, production of evidence phase.
Chance of loss	Probable in relation to the program to mitigate and compensate for the impacts caused to the land and the Avá-Canoeiro indigenous community due to the installation and operation of Cana Brava HPP, as well as in relation to the indemnification and full repair of the damages caused to the social and environmental heritage of the aforementioned indigenous community.
Reason for which the case is considered important	Individually, the case may negatively impact the image of the Company.

4.4 Relevant non-confidential proceedings

Proceeding No. 7442-81.2007.4.01.3500 – continued	
Analysis of impact in case of loss	In the event of a loss, the Company will have a reduction in cash and cash equivalents (current assets) and liabilities of R$ 9.5 million (adjusted on 12/31/2022) in respect of the claim deemed as probable and, therefore, provisioned for, with no impact on the income and net equity. In this respect, the Company, even before the filing of the action, was already seeking an agreement with FUNAI. However, no answer has ever been received from that agency. The transfer of the AGMA's License to Operate to Ibama has no repercussions for the Company. In respect of the other claims, the possibility of loss, although remote, has financial impacts that cannot be valued at this time.

Proceeding No. 1000157-19.2018.4.01.3505	
Judicial Body/Court	Federal Court of the Judicial Subdistrict of Uruaçu (GO)
Jurisdiction Level	Lower
Commencement date	05/15/2018 (summons received only in December/2018)
Type of suit	Public Interest Civil Action
Parties	**Plaintiff:** Brazilian Federal Prosecutors' Office (MPF), Goiás **Defendant:** ENGIE Brasil Energia S.A., Brazilian Federal Government, Brazilian Institute for the Environment and Natural Resources (IBAMA), FUNAI, and State of Goiás.
Amounts, assets or rights involved	International Protection of Human Rights, Compensation for Environmental Damage, Revocation/Granting of Environmental License. The Prosecutors' Office (MP) requires judgment against ENGIE et al. ordering them to pay indemnity of 5% of the Cana Brava Hydroelectric Power Plant's gross revenue since the beginning of its operation.
Main facts	The Federal Prosecutors' Office (MPF) has filed a public interest civil action on the grounds of the alleged occurrence of problems related to the implementation and environmental licensing of the Cana Brava HPP, requesting, on preliminary injunction:

4.4 Relevant non-confidential proceedings

Proceedings No.° 1000157-19.2018.4.01.3505 – continued	
Main facts – continued	1. suspension of Business License No. 212/2005, issued by SECIMA/GO (formerly AGMA), whose validity expired on 01/09/2008, with consequent suspension of the activities of Cana Brava HPP (Article 14, section IV, of Law No. 6.938/81), until adequate and good-faith procedures are established, with an approved schedule, within the scope of the environmental licensing process in progress with IBAMA, for: (i) implementation of urgent mitigation measures in favor of the Avá Canoeiro indigenous community, especially for the release of a portion of the indigenous land illegally flooded by the project's reservoir; (ii) identification of all social groups impacted by Cana Brava HPP; and (iii) establishment of objective criteria for the repair and mitigation of damages to economic activities and ways of life caused by the project. 2. order for ENGIE Brasil Energia to submit to FUNAI all the studies necessary to assess the situation of the indigenous component in the environmental licensing of Cana Brava HPP, within a maximum period of ninety (90) days. Said studies shall be conclusively assessed by FUNAI within a subsequent period of thirty (30) days. If there is a need to complement and/or correct the study, the entrepreneur shall do so within a maximum period of thirty (30) days, giving FUNAI fifteen (15) days to make new comments; 3. order the State of Goiás to provided IBAMA, within ten (10) days, with a full copy of the Cana Brava HPP licensing procedure. If the records of the procedure are not located, the State of Goiás shall submit, within one hundred and twenty (120) days, a full copy of the administrative proceedings regularly initiated to determine the responsibilities for the disappearance of the documents, with detailed information about the measures taken. And finally, it requested: 1. Confirmation of the interlocutory relief, with cancellation of Business License No. 212/2005, as well as prohibition of granting a new License to Operate, until the social and environmental impacts resulting from the installation and operation of Cana Brava HPP are fully resolved, with identification of all social groups impacted by the project and full compensation/redress for social and environmental damages; 2. The suspension of the participation of ENGIE Brasil Energia S.A. in credit facilities offered by official credit establishments, as well as the suspension of tax incentives and benefits that it may receive from the Government, until a document is entered in the records evidencing that the measures ordered by this court and by the environmental agency for the regular operation of the Cana Brava HPP were fully taken; 3. The release of a portion of the Avá Canoeiro Indigenous Land flooded by the Cana Brava HPP, if necessary by lowering the level of the project's reservoir;

4.4 Relevant non-confidential proceedings

Proceedings No. 1000157-19.2018.4.01.3505 – continued	
Main facts – continued	4. That the defendants be held severally and jointly liable for damages for collective property damages and pain and suffering actually caused to the environment and to the community, and ordered to pay compensation therefor in an amount not less than five percent (5%) of the gross revenue from the project since the beginning of its operation in 2002; 5. That the amounts required in the preceding section be deposited in court and be fully used to the benefit of the impacted population, through the approval of projects presented by the municipal government of Minaçu and/or by reputable entities representing the impacted groups organized at least one year from the date of the filing of this public interest civil action; 6. That ENGIE Brasil Energia S.A. be ordered to carry out a due diligence audit on human rights in order to research, record and publish the violations that have occurred since the construction of Cana Brava HPP, with the adequacy of the company's internal procedures so as not to repeat similar cases; 7. That ENGIE Brasil Energia S.A., IBAMA, FUNAI and the Government of the State of Goiás be ordered to issue a "Formal Apology Letter" to the communities impacted by the Cana Brava HPP works, to be broadcast for 15 consecutive days, nine times per day (equally distributed in the morning, afternoon and night), on the three radio stations with the highest audience in the municipality of Minaçu and region, containing the recognition that the installation and operation of the project harmed the environment and the rights of the Avá Canoeiro indigenous people, quilombola communities and miners (garimpeiros), dredgers, landholders (posseiros) and family farmers, informing the measures taken to remedy the situation. The Lower Court issued a preliminary injunction partially granting the Plaintiff's requests, ordering: (i) that ENGIE submit a report within 120 days (i.1) specifying which mitigation measures can be adopted in favor of the indigenous community of Avá Canoeiro, (i.2) identifying all social groups affected by Cana Brava HPP, and (i.3) containing the necessary assessments to meet the indigenous component; (ii) that the state of Goiás shows the full process of environmental licensing process for the Cana Brava HPP; and (iii) that ENGIE transfers to a judicial deposit account the equivalent of 1% of the revenues from Cana Brava HPP since 2002. ENGIE filed an appeal (Interlocutory Appeal) against the preliminary decision with the Federal Court of Appeals. At the same time, ENGIE filed a motion for rehearing with the Lower Court that issued the preliminary decision. ENGIE also filed its defense to the action. The federal judge who granted the injunction was temporarily moved to the Court, and the judge who replaced him issued a decision reconsidering the preliminary injunction. Subsequently, the first judge who had granted the preliminary injunction returned to the lower court and issued a new decision re-granting part of the preliminary injunction (section i.1, i.2 and i.3 above). Such sections are limited to studies and information. The Company complied with the decision, but filed an appeal against it, which is currently pending judgment. In parallel, the case is in the lower court, in the initial stage of production of evidence.

4.4 Relevant non-confidential proceedings

Proceedings No. 1000157-19.2018.4.01.3505 – continuing	
Summary of merit decisions	Case yet pending judgment at the lower court
Proceeding phase	Lower court, production of evidence phase
Chance of loss	Possible in relation to the program to mitigate and compensate for the impacts caused to the land and the Avá-Canoeiro indigenous community due to the installation and operation of the Cana Brava HPP, due to the possibility of connection with a pre-existing public interest civil action, in which there is already a provisioned amount for such action.
Reason for which the case is considered important	Case that individually may negatively impact the image of the Company and, in case of an adverse decision, the Company may have to pay more than 50 million - current amount cannot be estimated, still depending on possible adverse award, and its respective determination in the judicial liquidation of the award.
Analysis of impact in case of loss	If the plaintiff wins the case, the Company may be required to take several measures as requested by the Federal Prosecutors' Office (MPF). There is no way to calculate at this moment the consequences of a decision against the Company.

Proceedings No. 0016996-83.2006.4.01.3400	
Judicial Body/Court	16th Federal Court of the Federal District
Jurisdiction Level	Lower
Commencement date	06/02/2006
Type of suit	Action
Parties	**Plaintiff:** ENGIE Brasil Energia S.A. (Original plaintiff was Ponte de Pedra Energética S.A. (PPESA), merged with and into the Company on 12/30/2010) **Defendants:** Aneel et al.
Amounts, assets or rights involved	Agreement relating to the Tariff for the Use of the Transmission System (TUST). The amount involved, on 12/31/2022, is R$ 113 million.
Main facts	This refers to the lawsuit filed by PPESA, merged with and into the Company on 12/30/2010, aiming to reduce the amount payable of the Transmission System Usage Rate (TUST) to the amount charged to Itiquira HHP. As of June 2006, the Company began to pay the Transmission System Usage Rate (TUST) on a reduced basis and make a provision for the difference between the amount charged and the amount paid, which are guaranteed by the Company's bank guarantee. In the third quarter of 2013, a decision on the merits was rendered, judging the action partially valid, which led to the change, in the following year, of the risk of loss from probable to remote and the reversal of the provision made until then. The Brazilian Electricity Regulatory Agency (Aneel) and some agents involved appealed against the decision with the Court of Appeals. Judgment is waited on the Appeals.

4.4 Relevant non-confidential proceedings

Proceedings No. 0016996-83.2006.4.01.3400 – continued	
Summary of merit decisions	On 06/09/2006, an order was issued determining the full deposit in Court of the value of the difference ascertained on the calculation of TUST, reserving the right to analyze the early relief after the filing of the defenses. On 09/11/2013, a judgment was rendered considering the claim of Tractebel partially valid, declaring nullity of article 4, item II of ANEEL Resolution No. 117, releasing Tractebel from the payment of TUST and ratifying the early relief, with the letters of guarantee relating to the period of effectiveness of such resolution remaining deposited, and also sentencing the defendants to return to the Plaintiff the amounts paid so far, plus the Selic interest rate. On 03.07.2014, within the scope of the Interlocutory Appeal filed by Tractebel, a decision granting the interlocutory appellate relief was rendered for receipt of the surety bond.
Proceeding phase	Waiting judgment of the Appeals.
Chance of loss	Remote
Reason for which the case is considered important	The value of an adverse award, in case of reversal in the lower court judgment.
Analysis of impact in case of loss	In the event of a loss, the Company will incur an expense of R$ 113 million and its cash and cash equivalents (current assets) will be reduced by the same amount, upon disbursement.

Proceedings No. 9809-37.2014.811.0003	
Judicial Body/Court	3rd Civil Court of the Judicial District of Rondonópolis/MT, subsequently removed to the 2nd Federal Court of the Judicial District of Mato Grosso.
Jurisdiction Level	Lower
Commencement date	10/16/2014
Type of suit	Public Interest Civil Action
Parties	**Plaintiff:** Prosecutors' Office of the State of Mato Grosso (MP-MT) **Defendants:** ENGIE Brasil Energia S.A., Tupan Energia Elétrica Ltda. (Tupan) and Hidropower Energia S.A. (Hidropower) – companies indirectly controlled by the Company
Amounts, assets or rights involved	Environmental Licensing of Small Hydroelectric Power Plants (SHPs) Rondonópolis and José Gelázio da Rocha.

4.4 Relevant non-confidential proceedings

Proceedings No. 9809-37.2014.811.0003 – continued	
Main facts	The Prosecutors' Office (MP) questions the environmental regularity of the installation of the Rondonópolis and José Gelázio da Rocha SHPs, aiming to have it recognized that the two SHPs were constructed in cascade and are, therefore, a single project generating an installed power of more than 30 MWh, and an Environmental Impact Study (EIA) is necessary, as well as full compensation for the environment. The Company filed its defense, arguing that the SHPs are regularly authorized by Aneel and the plants timely obtained all the authorizations and licenses, including environmental ones, necessary for their implementation. The SHPs are two distinct plants, as recognized by the competent regulatory and environmental authorities. In addition, the EIA is not required for the SHPs according to the law, and the companies have made the adequate Environmental Diagnostics and impacts caused to the environment have been compensated for. A preliminary decision was issued by the State Court to stop the operation of the SHPs until studies are carried out to identify the damages caused. This decision was overruled by the Court of Appeals of the State of Mato Grosso, which partially accepted the appeal filed by the Defendants to allow the continuance of the SHPs operation, given that there was no danger of damage to justify the granting of the preliminary injunction, since the SHPs are regular and in operation and their stoppage would cause serious damage to the community. Subsequently, a preliminary defense of lack of jurisdiction of the State Court was granted and the action was redistributed to the 2nd Federal Court of the Judicial District of Mato Grosso (Cuiabá), and the preliminary decision expired. Regarding the evidence to be produced, the Federal Court (i) rejected the preliminary arguments presented by the Defendants and (ii) accepted a request for technical expert evidence to be paid by the Defendants to show whether the SHPs are separate projects or a single project. The Defendants appealed against this decision, but the appeal was denied. Production of expert evidence was granted and is still in the initial steps. The action follows its normal course.
Summary of merit decisions	Proceeding yet pending judgment at the lower court
Proceeding phase	Lower Court, production of evidence phase
Chance of loss	Possible for Tupan and Hidropower. Remote for the Company.
Reason for which the case is considered important	Case that individually may negatively impact the image of the Company and, in case of an adverse decision, the Company may have to pay more than 50 million - current amount cannot be estimated, still depending on possible adverse award, and its respective determination in the judicial liquidation of the award.

4.4 Relevant non-confidential proceedings

Proceedings No. 9809-37.2014.811.0003 – continued	
Analysis of impact in case of loss	Any success of the action would imply in the preparation of environmental studies, including EIA, and payment of environmental compensation by the SHPs. There is no way to calculate at this moment the financial consequences of an adverse decision. Even so, in the event of an adverse decision, both companies controlled by the Company, Tupan and Hidropower, have sufficient financial health not to justify the disregard of their corporate veil to affect the Company, which is why the chance of loss for the Company is deemed remote.

Proceedings No. 5001646-68.2016.4.04.7204	
Judicial Body/Court	4th Federal Court of the Judicial District of Criciúma (SC)
Jurisdiction Level	Lower
Commencement date	03/07/2016
Type of suit	Public Interest Civil Action with Motion for Preliminary Prohibitory Injunction
Parties	**Plaintiff:** Federal Prosecutors' Office (MPF) **Defendants:** (i) Federal Government, (ii) State of Santa Catarina, (iii) Municipality of Criciúma, (iv) Municipality of Forquilhinha, (v) Brazilian Institute for the Environment and Renewable Natural Resources (IBAMA), (vi) Environmental Foundation, (vii) National Department of Mineral Production (DNPM), (vii) Carbonífera Criciúma S.A., (viii) Alfredo Flávio Gazzollla, (ix) José Luiz Freitas de Castro, (x) Wolfgang Friedrich, (xi) ENGIE Brasil Energia S.A., and (xii) Cooperativa Pioneira de Eletrificação – COOPERA.
Amounts, assets or rights involved	Environmental recovery of Verdinho Mine (Mina Verdinho) and related facilities.
Main facts	The Federal Prosecutors' Office (MPF) basically claims that the Carbonífera Criciúma S.A. stopped its activities posing a risk to the environment, since it failed to make the proper maintenance at the Rio Verdinho Mine (Mina Rio Verdinho). According to the Federal Prosecutors' Office (MPF), this situation would be creating a risk of effluent dam rupture, irregular release of effluents into the environment and flooding of the mine with destruction of equipment and possible contamination with toxic products (in particular, askarel). It claims that the Company's liability would be jointly and severally with Carbonífera Criciúma, its partners and the public entities responsible for protecting the environment, since it acquired all of Carbonífera's production and received a subsidy from the Federal Government for this purpose. According to the plaintiff, the Company would be an agent to promote coal extraction, stimulating such activity. The Federal Prosecutors' Office (MPF) filed a preliminary injunction seeking to compel the Federal Government, the State of Santa Catarina, FATMA, IBAMA, the Municipalities of Criciúma and Forquilhinha, the DNPM, and Carbonífera Criciúma, other individuals who are members of Carbonífera, and the Company to adopt measures to:

4.4 Relevant non-confidential proceedings

Procedings No. 5001646-68.2016.4.04.7204 - continued	
Main facts – continued	a) repair of the tailings dam at the Rio Verdinho Mine, in Forquilhinha/Criciúma, in order to ensure its safety and environmental adequacy; b) environmentally sound closure of the mine, including preventing its flooding while there are equipment and toxic materials underground; c) treatment of mine effluents and repair of environmental damage resulting from the flooding of the mine and the rupture of the dam or its overflow in any way. The Honorable Federal Judge partially granted the request and ordered that, within 15 days and under penalty of a daily fine: (I) Carbonífera Criciúma, its individual partners and the Company jointly and severally adopt the necessary measures: a) to repair the tailings dam of Rio Verdinho Mine in order to ensure its safety and environmental adequacy; b) to prevent the flooding of the Rio Verdinho Mine, keeping the pumping system in full operation (100% of capacity); c) for the removal of all toxic material from the subsoil; d) to treat effluents from the Rio Verdinho Mine; e) to settle the debts to COOPERA relating to the last 30 days and pay all future consumption on time. (II) COOPERA to not interrupt the electricity supply service to Mina Rio Verdinho, and, if it has already been interrupted, to restore it immediately, regardless of prior payment. The Company filed interlocutory appeal against the decision with the Regional Federal Appellate Court of the Fourth Region (TRF-4) and, in October/2016, the Court rendered a decision for the Company in relation to sections (b) and (e), revoking the preliminary decision. Section (a) of the preliminary decision was performed by the Company, as acknowledged by the Court. In relation to sections (c) and (e) of the preliminary decision, the Company understands that its enforcement would be impaired due to the impossibility of executing such measures as a result of the revocation of section (b) by the TRF4. The Federal Prosecutors' Office (MPF) filed Punitive Fine Execution Actions in May 2017 based on the understanding that sections (c) and (e) of the preliminary injunction had been breached. The Company provided a surety bond and challenged the performance of the remaining sections of the preliminary decision. In March 2018, the Reporting Appellate Judge for the case of TRF-4 rendered a monocratic decision in favor of the Company in the sense that: (i) the preliminary injunction granted in the lower court did not contemplate the treatment of surface water; (ii) the Company has been monitoring the filling of water in the mine, having presented emergency measures for its treatment, and that, in order to be subject to penalties, the Company should be empowered to take such measures; (iii) the assets of Carbonífera Criciúma and its shareholders should be used as a priority to comply with the surety bond provided by the Company to the detriment of the attachment of its funds. The Panel of Judges ratified the monocratic decision.

4.4 Relevant non-confidential proceedings

Proceedings No. 5001646-68.2016.4.04.7204 - continued	
Main facts - continued	Subsequently, within the scope of the main action in course in the lower court, evidence was produced and the evidentiary stage was concluded. Lower court decision, judging the claims filed by the Federal Public Prosecutor partially valid, sentencing the defendants to several actions related to the appropriate closure of the mine, as well as the payment of electricity bills to the local supplier (COOPERA). Emergency actions were also determined in early relief, to be completed within 6 (six) months. At the moment, there is an open term for appeals. ENGIE Brasil Energia, with the support of its legal advisors, will file the appropriate appeals.
Summary of merit decisions	Lower court decision, judging partially the claims filed by the Federal Public Prosecutor, sentencing the defendants to miscellaneous actions related to the proper closure of the mine, as well as to the payment of electricity bills to the local supplier (COOPERA). Emergency actions were also determined within the scope of interlocutory relief, to be complied with within 6 (six) months.
Proceedings phase	Lower court decision, appeals pending filing.
Chance of loss	Possible
Reason for which the case is considered important	Case that individually may negatively impact the image of the Company and, in case of an adverse decision, the Company may have to pay more than 50 million - current amount cannot be estimated, still depending on possible adverse award, and its respective determination in the judicial liquidation of the award.
Analysis of impact in case of loss	If the plaintiff wins the case, the Company may be required to take several measures, including of a technical nature, to contribute with the other defendants to the mine closure and waste treatment, as requested by the Federal Prosecutors' Office (MPF). There is no way to calculate at this moment the consequences of a decision against the Company.

4.4 Relevant non-confidential proceedings

Proceedings Nos. 5042816-11.2020.404.7000 and 5050258-28.2020.4.04.7000	
Judicial Body/Court	11th Federal Court of the Judicial District of Curitiba/PR
Jurisdiction Level	Lower
Commencement date	09/02/2020 and 10/16/2020
Parties	**Plaintiffs:** OJC (Justice and Conservation Observatory); SPVS (Institute for Wildlife Research and Environmental Education); RMA (Network of Non-Governmental Organizations of the Atlantic Forest); State and Federal Public Ministry. **Defendants:** IAT – Institute of Water and Land of Paraná; IBAMA; and Gralha Azul Transmissão de Energia S.A (controlled by ENGIE Brasil Energia S.A).
Amounts, assets or rights involved	To be determined
Main facts	It concerns two Public Interest Civil Actions filed by the Plaintiffs identified above seeking to regularize the environmental licensing of Gralha Azul Transmission System. The Grallha Azul Transmission System will cover 27 municipalities and consists of approximately 1,000 km of lines and 10 substations, subdivided into 10 transmission lines (525/230 kV); 5 sectioning of existing lines at 230 kV; 5 new substations; and 5 substations to be expanded, grouped into 7 different licensing groups, according to their technical, geographic and environmental characteristics as determined by the relevant environmental agency. The environmental licensing process began in 2018, and was conducted in a transparent manner by the relevant environmental agency - Institute of Water and Land (IAT) of the State of Paraná. During the licensing process, several aerial and land surveys, public hearings and technical meetings were carried out, and consent was issued by various intervening bodies, such as Funai, Fundação Cultural Palmares (Palmares Cultural Foundation), IPHAN, CINDACTA – COMAER and Municipalities. The environmental licenses were duly issued by the IAT, and the works began. However, in September and October 2020, the Plaintiffs expressed their dissatisfaction with certain aspects of the environmental licensing - in particular, the alleged illegal fractionation of the licensing, the alleged absence of IBAMA's consent, the suppression of vegetation, the project's layout and other environmental aspects presented in the complaints. Gralha Azul, IAT and IBAMA made statements in favor of the project and defending its legality. However, within the scope of the Public Interest Civil Action (ACP) No. 5042816-11.2020.404.7000, which is limited to 2 licensing groups (525kv lines), a preliminary request of the plaintiffs was granted to partially suspend the works of the Transmission System. The Federal Government and the State of Paraná joined the case in defense of the project and as simple assistants of Gralha Azul.

4.4 Relevant non-confidential proceedings

Processos 5042816-11.2020.404.7000 e 5050258-28.2020.4.04.7000 - continuação	
Main facts - continuation	The Federal Government, the State of Paraná and Gralha Azul filed a motion for suspension of the preliminary injunction with the Superior Court of Justice (STJ), which was granted by the President of the Court. The plaintiffs filed an internal interlocutory appeal against the decision. Currently, the appeal is being judged by the Special Court of the Superior Court of Justice (STJ). In the Interest Civil Action (ACP) No. 5050258-28.2020.4.04.7000, which includes all the Grallha Azul Transmission System, a preliminary injunction was also granted ordering the suspension of the works in a specific section called "Escarpa Devoniana" (Devonian Steep). The Federal Government, the State of Paraná, and Gralha Azul filed a motion with the Superior Court of Justice (STJ) requesting an extension of the effects of the first decision rendered by STJ that had suspended the previous preliminary injunction. Such motion was granted fully suspending the second preliminary decision. Internal Interlocutory Appeal was also filed with the Special Court of the STJ against such new decision. A decision by the Special Court of the STJ is being awaited on the two liminary decisions. Pending the STJ's judgment, the parties unanimously agreed for the suspension of both ACPs, for negotiations accordingly. The parties have met several times extrajudicially and an agreement is being negotiated. The ACPs are suspended.
Summary of merit decisions	Case still pending judgment at the lower court
Proceeding phase	ACPs suspended in initial phase of negotiations of an agreement
Chance of loss	Possible.
Reason for which the case is considered relevant	Case that individually may negatively impact the image of the Company and, in case of an adverse decision, the Company may have to pay more than 50 million - current amount cannot be estimated, still depending on possible adverse award, and its respective determination in the judicial liquidation of the award.
Analysis of impact in case of loss	Gralha Azul Transmissão de Energia may be ordered to redo the environmental studies, renew the licensing process, suspend the works or operation of the project, remove the buildings or change their layout, and reimburse or indemnify any environmental damages that may have been sustained.

4.5 Total amount provisioned for relevant non-confidential proceedings

Of the lawsuits listed in item 4.4, the amount of R$106 million was recognized as a probable risk and provisioned for. However, this amount is fully covered by a liability agreement and the pledge of the client's properties as collateral.

4.6 Relevant Confidential Proceedings

The Company and its subsidiaries are parties to legal, administrative and arbitration proceedings of a tax, labor and civil nature. The provisioning policy adopted by the Company's Management takes into account the nature of the proceedings, the relevance of the claims, and the decisions in similar proceedings.

For the purposes of this section 4.6, the Company considered as relevant: (i) proceedings with an individual amount equal to or greater than R$50 million; and (ii) proceedings that individually may have a negative impact on the Company's image ("Relevant Proceedings").

The Company and its controlled companies are parties to the following arbitration Relevant Proceedings:

(i) **arbitration**

International Court of Arbitration of the International Chamber of Commerce (ICC-ICA)	
Analysis of impact in case of loss	Non-recognition of exclusivity of a right
Amounts involved	R$ 130 million

4.7 Other relevant contingencies

Tax	
Proceedings: 10983.907295/2012-26; 10983.907297/2012-15; 10983.907299/2012-12; 10983.907301/2012-45; 10983.907302/2012-90; 10983.907303/2012-34; 10983.908751/2012-55; 10983.908752/2012-08; 10983.908753/2012-44; 10983.908754/2012-99; 10983.908755/2012-33; 10983.908756/2012-88; 10983.908757/2012-22; 10983.911780/2009-07; 10983.911781/2009-43; 10983.911782/2009-98; 10983.911783/2009-32.	
Judicial Body/Court	Administrative Council of Tax Appeals (CARF)
Jurisdiction Level	Second
Commencement date	03.31.2009
Parties	**Defendant:** ENGIE Brasil Energia S.A. **Plaintiff:** Federal Government of Brazil – Federal Treasury
Amounts, assets or rights involved	R$ 121 million (amount adjusted on 12.31.2022)
Practice of the issuer or its subsidiary that caused such contingency	In 1998, Law No. 9.718/98 was published expanding the tax basis for calculating PIS and Cofins contributions, which until then were only levied on the revenue of companies. The Company challenged in court the constitutionality of the aforementioned Law and succeeded in its claim on 09/01/2006, which allowed it to offset the contributions calculated on miscellaneous income against those arising from sales revenue, for the tax period from February 1999 to November 2002, for PIS, and from February 1999 to January 2004, for Cofins. The main amount computed in the PIS and Cofins tax basis being disputed relates to the accounting line called "CCC Subsidy Income", intended for the entry of consumption of fossil fuel acquired with funds from the Fuel Consumption Account (CCC). Fossil fuels for thermoelectric power generation are acquired with funds from the CCC, under the management of Eletrobras, and therefore are not a burden for generators. The accounting system provided for in the Electric Sector Accounting Manual (MCSE) defined that the consumption of such fuels should be recognized as operating cost with corresponding entry (offset) as the CCC Subsidy revenue. Upon finding that the method of accounting was not adequate, since the fuel did not represent a burden on the generators, and that recognizing it as a cost and concomitantly as a revenue was not adequate, Aneel proceeded to change the MCSE to, as of the fiscal year of 2006, to reflect the corresponding entry (offset) in a rectifying account of the operating costs and no longer as revenue. This change is strongly based on Technical Notes issued by that Agency. Due to the recognition, by Aneel, that the accounting procedure adopted until then was inadequate and that, consequently, the PIS and Cofins tax basis contained amounts that were not revenue in nature, the Company also offset the amounts overpaid for the period from 2004 to 2005.

4.7 Other relevant contingencies

Proceedings: 10983.907295/2012-26; 10983.907297/2012-15; 10983.907299/2012-12; 10983.907301/2012-45; 10983.907302/2012-90; 10983.907303/2012-34; 10983.908751/2012-55; 10983.908752/2012-08; 10983.908753/2012-44; 10983.908754/2012-99; 10983.908755/2012-33; 10983.908756/2012-88; 10983.908757/2012-22; 10983.911780/2009-07; 10983.911781/2009-43; 10983.911782/2009-98; 10983.911783/2009-32 - continued	
Practice of the issuer or its subsidiary that caused such contingency	In 2009, the Brazilian Revenue Office (RFB) ordered the Company to pay the amount of R$136 million for the period from February 1999 to January 2004, already including interest and fines, alleging that the CCC Subsidy is a revenue, and its inclusion in the PIS and Cofins tax basis is mandatory for the period, and that, therefore, the offset made was improper. The Company filed a Statement of Discontentment on 03/31/2009. On 06/23/2014, the Brazilian Revenue Office (RFB), informed Appellate Decision, on 04/30/2014, of the Brazilian Federal Revenue Judgment Office in Florianópolis (DRJ), granting the Statement of Discontentment filed by the Company, recognizing the credit right discussed in the records, in which the offsets were fully approved, resulting in the total extinction of the debts, with dismissal of the case. Due to the decision, the records that had been presented as remote risk, the adjusted amount of which on 06/23/2014 is R$160 million (R$158 million on 12/31/2013), in the controlling company and in the aggregate, are no longer mentioned in the explanatory notes. In relation to the period between February 2004 and December 2005, the Brazilian Revenue Office (RFB) issued 44 tax assessment notices, which corresponds to a part of the offset amount, on the grounds that, despite the change introduced in the MCSE by Aneel, the consumption of fossil fuel under the responsibility of the CCC is a revenue in nature. The company filed a statement of discontentment in respect of all proceedings, which was judged by the respective judgment offices against the Company, which, in turn, filed a voluntary appeal against such decisions. Of the 44 cases that were sent to CARF, only one case was judged in favor of the Company, by unanimous vote, which annulled the Decision, in the amount of R$117 thousand. Of the 43 remaining cases that were in the Administrative Council of Tax Appeals (CARF), as well as in the Higher Chamber of Tax Appeals (CSRF), 12 have already been judged against the Company. After this decision, the Company's Management filed a request for analysis of a Special Appeal with the CSRF, which was also denied. In view of the foregoing, the Company's Management changed the risk classification of the proceedings from remote to possible and filed an action for declaratory judgment of non-existence of legal and tax relationship against the National Treasury, proceedings Nos. 502.3830-64.2015.4.04.7200 and 502.423078.2015.4.04.7200. Thus, 31 lawsuits remain, of which 14 are classified as possible, which together are not relevant to be dealt with in this item, and the remaining 17 are classified as remote and make up the amount presented here.
Chance of loss	Remote
Analysis of impact in case of loss	In the event of a loss, the Company will incur an expense of R$ 121 million and its cash and cash equivalents (current assets) will be reduced by the same amount, upon disbursement.

4.7 Other relevant contingencies

Proceedings: 11516.002459/2006-58; 11516.002346/2006-52; 11516.002449/2006-12; 11516.002453/2006-81; 11516.002456/2006-14; 11516.002457/2006-69; 11516.002458/2006-11 and 11516.001224/2007-20	
Judicial Body/Court	Administrative Council of Tax Appeals (CARF)
Jurisdiction Level	Second
Commencement Date	08.08.2006
Parties	**Plaintiff**: Brazilian Federal Revenue Office (RFB), Florianópolis (SC) **Defendant**: ENGIE Brasil Energia S.A.
Amounts, assets or rights involved	R$ 45 million (amount adjusted on 31.12.2022)
Practice of the issuer or its subsidiary that caused such contingency	The National Tax Code (CTN) contains a provision that allows the collection of taxes in arrears without the application of a late payment fine, upon "spontaneous confession of nonpayment of taxes" ('denúncia espontânea'), provided that it is made before any administrative procedure or audit measure. But the thing is that the Brazilian Federal Revenue Office (RFB) has not been accepting late payments without the corresponding late payment fine. In order to enforce its legal right, the Company files administrative challenges and, when necessary, legal measures. On 05/18/2012, the RFB, at the administrative level, informed the Company of an Appellate Decision issued by unanimous vote by the Administrative Council of Tax Appeals (CARF) in favor of the Company, and has also obtained in court a favorable decision in a proceeding the amount of which was R$140 thousand. However, in 2015, three administrative proceedings in the amount of R$13 million were decided against the Company, which, as all appeals in this sphere were exhausted, filed lawsuits in December 2015, which are still pending judgment, as proceedings Nos. 5023930-19.2015.4.04.7200, 5023775.16.2015.4.04.7200 and 5024273-15.2015.4.04.7200, as described below.
Chance of loss	Possible
Analysis of impact in case of loss	In the event of a loss, the Company will incur an expense of R$45 million and its cash and cash equivalents (current assets) will be reduced by the same amount, upon disbursement.

5.1 Description of risk management and market risks

a. Risk Management Policy

The Risk Management Policy defines the general concepts and governance to be applied in relation to risk taking and management in such a way as to achieve medium and long-term objectives and establishes the guidelines of the specific risk management policies defining the quantifiable limits and risk thresholds, risk-taking criteria and technical options for the treatment of risk. In 2015, this Policy became mandatory for the Company, being approved by the Executive Board on September 29, 2016, and by the Board of Directors on February 23, 2017.

b. Risk Management Policy objectives and strategies

The objective of the Risk Management Policy is to manage risks to ensure the Company's performance, allowing the following objectives to be achieved:

- creation and maintenance of value, reputation and internal motivation;
- taking risks that are legally reasonable, and that are considered acceptable and economically viable; and
- complying with legal and regulatory obligations, as well as with the Company's values.

i. risks for which protection is sought

The Company seeks to protect itself from the risks inherent to its business activity, which include all the risks described in item 4.1 of this Reference Form.

ii. instruments used for protection

In addition to the monitoring carried out by the area dedicated to managing the Company's business risks, periodically, the action plans provided for in the business risk matrix are monitored by the Risk Management Forum and submitted to the Executive Board for appreciation. Among the action plans in progress at the Company, there is the contracting of insurance, derivative financial instruments (hedge), staff training, ISO 9.000 and 14.001 certifications.

iii. risk management organizational structure

The Company's corporate risk governance structure model is based on the Three Lines of the IIA – The Institute of Internal Auditors, which direct the responsibilities of (i) the business areas; (ii) the risk management area; (iii) the Internal Audit; and (iv) the Company's senior management (Executive Board and Board of Directors).

In addition, to more efficiently conduct the risk assessment process of its business, the Company has a Risk Management Forum, which is responsible for contributing to the identification and analysis of the Company's business risks and opportunities.

The Forum's activities have corporate scope and, therefore, have representatives from the Company's strategic areas.

The Risk Management Forum is attended by representatives of the areas responsible for strategy, new business, financial planning, regulation and market, energy supply planning, finance, taxes, trading, human resources, information technology and digitalization, auditing, legal, environment, project implementation and energy production, among others. The overall coordination of the Risk Management Forum is the responsibility of the Chief Financial and Investors Relations Officer.

In the business risk analysis process, each identified risk is classified according to its probability of occurrence, significance (or severity) and level of control. From the analysis, a mitigating action plan is developed for each of the risks. The manager of the department in which area the risk originates is the "risk owner" and will be responsible for implementing the action plan. Upon analysis of the risks, an assessment is also made of possible opportunities that may be implemented by the Company.

As a result of the analysis process, a matrix of business risks and opportunities is obtained, submitted for approval by the Executive Board and presented to the Statutory Audit Committee, to the Board of Directors, and subsequently to the Controlling Shareholder.

5.1 Description of risk management and market risks

c. adequacy of the operating and internal controls structure to verify the effectiveness of the appropriate policy

The Company understands that its operating and internal controls structure is adequate to verify the effectiveness of the adopted policy.

The Company has a program that assists Management in verifying the effectiveness of internal controls (Program for Internal Controls of the Controlling Group, ENGIE, called "INCOME" – *Internal Control Management Efficiency*).

The Company's Internal Controls program evaluates operational, tactical and strategic risks and reports them to the Executive Board, the Statutory Audit Committee and the Board of Directors. Management and the Statutory Audit Committee may request a review of the Risk Policy, as well as request tests to evaluate specific processes, in accordance with the Company's business risks.

The Company also has an Internal Audit Area, hierarchically linked to the Board of Directors, whose purpose is to independently assess the effectiveness of risk management, internal control and corporate governance processes, providing analysis, opinions, recommendations and information to Management, based on the Company's business risk.

5.2 Description of Internal Controls

a. key internal control practices and the level of efficiency of such controls, indicating possible imperfections and the measures adopted to correct them

The Company's Management is responsible for establishing and maintaining an adequate system of internal controls that adapts to its operational and corporate environments. This system contributes to reducing risks to acceptable levels and supporting Management in making strategic and governance decisions.

The Company's Internal Controls Program, named INCOME Program, was established by the Internal Controls Department of the controlling company ENGIE S.A. (headquartered in France), and is applied to all ENGIE Group. The Program it is based on the technique of self-assessment of internal controls, where trained professionals are focal points (BPOs), and are responsible for regularly evaluating the relevant controls within their scope.

The execution of internal controls and self-assessment is the responsibility of the business areas (1st line), with due regard for the Company’s guidelines and the framework of compulsory controls defined by ENGIE Group. To ensure the reasonableness of the self-assessment, controls are tested by independent auditors other than those responsible for auditing the Company's financial statements Control deficiencies, when identified, are promptly addressed in action plans established by the organizational structures involved and monitored periodically.

The Company’s Internal Controls System provides reasonable comfort in relation to the reliability of individual and consolidated financial statements, prepared and presented in accordance with international accounting standards (International Financial Reporting Standards – IFRS), issued by the International Accounting Standards Board (IASB), and with the accounting practices adopted in Brazil, which comprise the standards of the Brazilian Securities Commission (CVM) and the pronouncements issued by the Accounting Pronouncements Committee (CPC), in addition to the guidelines contained in the Electricity Sector Accounting Manual (MCSE).

Due to their inherent limitations, internal controls over financial reporting may not prevent or detect errors. In addition, projections of any assessment of effectiveness for future periods are subject to the risk that controls may become inadequate due to changes in conditions, or a deterioration in the level of compliance with practices and procedures may occur.

5.2 Description of Internal Controls

b. Organizational structures involved

The Company has an Internal Controls area (2nd line), which reports to the Governance, Risks and Controls (GRC) management, and is responsible for coordinating the INCOME Program, reporting the key facts to the executive officers, the Audit Committee, and the Board of Directors. The Chief Executive Officer and the Chief Financial and Investors Relations Officer analyze and approve the results of the INCOME Program, signing an annual certification letter as required by Section 404 of the North-American Law Sarbanes-Oxley Act (SOX).

The following table shows the organizational structures involved in the preparation, reporting and supervision of the Company's internal controls:

Organizational structure	Activity involved in maintaining the internal controls environment
Control Owner	Execute internal controls to mitigate risks in business processes. Develop action plans to mitigate any deficiencies in internal controls.
Business Process Owner (BPO)	Ensure that the main process risks are identified, and internal controls are implemented to mitigate the risks. Perform an annual assessment (self-assessment) of the internal controls of the process under their responsibility and adapt the control system to changes in the organization.
Governance, Risks and Controls	Department responsible for ensuring an effective environment for internal controls in the Company, as well as advising organizational units in the implementation, amendment and self-assessment of internal controls in accordance with the INCOME Program and the guidelines of ENGIE Group.
Internal Audit	Responsible for providing objective, independent assessment, guidance and perceptions based on risk analysis, increasing and protecting organizational value and attesting to the effectiveness of its processes (financial and non-financial), standards and governance practices.
External Audit of INCOME Program	External auditors other than those responsible for auditing the Company's financial statements. Responsible for testing the selected internal controls to corroborate the efficiency of the evaluation of these controls and point out any control failures.
Executive Board	Monitor and define guidelines for the maintenance of the internal controls environment.
Statutory Audit Committee	Advise the Board of Directors regarding the effectiveness of the Company's risk management and internal controls system.
Board of Directors	Monitor and guide the maintenance of the internal controls environment.

5.2 Description of Internal Controls

c. how the efficiency of internal controls is supervised by the Company's management, indicating the position of the persons responsible for said monitoring

The Company has a Governance, Risks and Controls (GRC) department, responsible for advising the organizational units in the implementation, alteration, and self-assessment of the Company's internal controls. GRC communicates to the Executive Management, Board of Directors, Statutory Audit Committee and to the Controlling Company the results of control tests, evaluated by external auditors hired specifically for the INCOME Program, as well as the results of self-assessments of controls conducted by BPOs. The cycle of internal controls tests is designed so that all the Company's internal controls are tested in up to 5 years.

Supervision, guidance and assessment of the design and effectiveness of internal controls mechanisms and responses to identified risks are also exercised by the Audit Committee, which reports directly to the Board of Directors.

The annual results of the INCOME Program are presented to the Executive Directors, the Statutory Audit Committee and the Board of Directors, who analyze and approve the activities performed.

d. deficiencies and recommendations on internal controls present in the detailed report, prepared and forwarded to the Company by the independent auditor, pursuant to the regulations issued by the CVM that deal with the registration and exercise of independent audit activity

The independent auditors, in performing their duties, reached an understanding of the internal controls considered relevant to the external audit process, in order to identify and assess risks of material misstatements in the company's individual and consolidated financial statements and, in accordance with the regulations of the item II of article 25 of CVM Instruction No. 308/99, issued a detailed report pointing out their opinion on what constitutes significant deficiencies in controls, briefly presented below:

Ernst & Young Auditores Independentes S.S. external and independent auditors identified weaknesses related to IT general controls of (ITGC), specifically about:

1) Lack of timely review control for access by professionals who are terminated or transferred internally, for the period from January to June of 2022; and

2) Weakness in the annual access review control related to the completeness of users of the Company's Systems.

The auditors recommended a review of the access request approval workflow; structuring of controls for the timely revocation or review of access by professionals who have been terminated or transferred internally; and the strengthening of the process and improvement in the evidence of access review of 100% of the Company's systems base.

The access management process for the Company's Systems is being reviewed and improved, with the definition of new internal rules and standard procedures. Routines for annual review of accesses and timely review were implemented for the internal movement or dismissal of the Company's professionals.

It should be noted that the risks and deficiencies of internal controls identified by the independent auditors did not affect the auditors' opinion on our individual and consolidated financial statements as of December 31, 2022 and previous years.

e. management's comments on the deficiencies identified in the detailed report prepared by the independent auditor and on the corrective measures adopted

The management's comments on the deficiencies pointed out in the detailed report prepared by the independent auditor and the corrective measures adopted or to be implemented are registered in item 5.2 (d) of this Form.

5.3 Integrity Program

a. if the issuer has rules, policies, procedures or practices aimed at the prevention, detection and remediation of fraud and illicit acts committed against the public administration, identifying, in affirmative case:

i) the key integrity mechanisms and procedures adopted and their adequacy to the profile and risks identified by the issuer, informing how often the risks are reassessed and the policies, procedures and the practices, adapted

The Company has an Ethics and Compliance Program structured around 4 pillars:

- Integrity;
- Compliance Management;
- Human Rights; and
- Code of Ethics.

All the pillars mentioned above have normative documents on topics related to the Company's ethical management, such as: Business Consultants Policy, Due Diligence Policy on Suppliers, Relationship Policy with Public Agents, Rules for Gifts and Hospitality, Procedure for Handling Complaints, Procedure for Analysis of Ethical Risk in Project Development, Anti-Corruption and Bribery Policy, Human Rights Policy, Conflict of Interest Prevention Procedure and the main document, which is the Code of Ethics, in which the Guide to Ethical Practices is included.

The risk analysis is performed annually and consists of a systematic process in the Company and its subsidiaries, which permeates all its activities and involves the operational areas and senior management, being coordinated by the Risk Management Forum.

The result of this process is reflected in the Company's Business Risks and Opportunities Matrix, an internal document that guides the conduct of its businesses and those of its subsidiaries. The constant analysis of business risks includes their identification and classification in terms of probability of occurrence, significance in terms of financial and image impact and level of control.

The ethical risk exposure, focused on combating fraud and corruption and valuing the best ethical practices, is analyzed individually within the Risk Matrix and the calculation of this evaluation indicates that the exposure of the Company and its subsidiaries is stable, with the effective application of integrity and ethical compliance policies and procedures and the regular development of evaluations of control activities and internal and external audits being important mitigators of the risks of this nature faced by the Company and its subsidiaries.

Additionally, the Company has a Code of Ethics, the last version of which was approved on February 23, 2017, by the Company's Board of Directors, and a Guide to Ethical Practices, the new version of which was approved on October 23, 2020, by the Company's Board of Directors. Each employee, officer or member of the board of directors, fiscal council and Statutory Audit Committee received a copy of this document.

ii) the organizational structures involved in monitoring the operation and efficiency of the internal integrity mechanisms and procedures, indicating their responsibilities, whether their creation has been formally approved, the issuer's bodies to which they report, and the mechanisms to ensure the independence of their managers, if any

In order to ensure the application of the Code of Ethics and other ethics and compliance reference documents within the scope of the Company and its subsidiaries, the Ethics Committee, directly linked to the Board of Directors, was created to be the coordinating and guardian forum for compliance with ethical precepts, and this Committee has the necessary authority to perform this function, in addition to providing adequate human and financial resources.

The Company's Ethics Committee, created on July 02, 2002, by means of a Resolution of the Executive Board, is composed of the People, Processes and Sustainability Officer, the Managers of the People Management and Culture, Legal, and Internal Audit areas, and the Coordinator of the Internal Controls and Compliance Advisory, with the Legal Manager in charge of its coordination. The responsibilities assigned to the Ethics Committee, included in the Company's Organization Manual, are the dissemination, application and monitoring of ethics references, with a view to preventing ethical risk and promoting professional practices, in accordance with the commitments of ENGIE Brasil Energia.

5.3 Integrity Program

iii) if the issuer has a formally approved code of ethics or conduct, indicating:

Whether it applies to all officers, members of the fiscal council, of the board of directors and employees and whether it also covers third parties, such as suppliers, service providers, intermediary agents and associates

The Company's Code of Ethics is applicable to all members of the fiscal council, board of directors, Statutory Audit Committee, Officers and employees of the Company and its subsidiaries, in addition to third parties such as suppliers, service providers, i.e., everyone who acts on behalf of the Company.

The sanctions applicable in the event of violation of the code or other rules relating to the matter, identifying the document where these sanctions are provided for

In the event of violation of the ethical precepts established therein, the Code of Ethics determines that an investigation must be performed to ascertain the facts. The verification procedure ensures that the facts are ascertained in an impartial way, the responsibilities identified and, if necessary, it must define the appropriate sanctions and corrective actions, regardless of the hierarchical level. The result of the investigation is formally reported to the interested parties and registered in the Company's corporate tools.

As stated in the Company's Code of Ethics / Guide to Ethical Practices and in the Personnel Management Manual, for proven ethical violations, the application of disciplinary actions to employees may result in a verbal or written warning, disciplinary suspension, and even termination of the employee or collaborator. In relation to the companies contracted by the Company and its subsidiaries, failure to respect ethical precepts may result in contractual sanctions, or immediate suspension of the contract and, as the case may be, in legal proceedings.

Body that approved the code, date of approval and, if the issuer discloses the code of conduct, locations on the world wide web where the document can be consulted

The Company's Code of Ethics is the main reference document for the Ethics and Compliance Program. The Code of Ethics can be accessed on its website at: https://www.engie.com.br/institucional/codigos-e-politicas/.

The current version of the Code of Ethics was approved by the Company's Board of Directors at a meeting held on February 23, 2017, and the new version of the Guide to Ethical Practices was approved on October 23, 2020, by the Company's Board of Directors.

b. if the issuer has a whistleblowing channel, indicating, in affirmative case:

- **whether the whistleblowing channel is internal or if it is run by a third party**

The Company has an external channel for reporting or denouncing ethical issues, managed by an external company, available 24 (twenty-four) hours a day and 7 (seven) days a week. Access to the channel is via the website https://www.canalintegro.com.br/engiebrasil or by calling 0800 580 2586 (the call is free).

The external channel enables any employee, supplier, customer and/or partner to describe, anonymously for whistleblowers who wish to do so, the occurrence of cases of non-compliance, fraud or the existence of inappropriate and unethical conducts that may affect the image, the financial result and the work environment in the Company and its subsidiaries.

All reported situations are kept strictly confidential, with guarantee of non-retaliation. The investigation is confidential, with the Ethics Committee of ENGIE Brasil Energia being the body responsible for the investigation.

- **whether the channel is open to receive reports from third parties or if it only receives reports from employees**

The whistleblowing channel is available to employees of the Company and its subsidiaries, as well as to third parties.

5.3 Integrity Program

- **whether there are mechanisms for anonymity and protection of bona fide whistleblowers**

As previously mentioned, the Company's Ethics Committee ensures anonymity for whistleblowers who wish to do so.

Anyone who responsibly and in good faith reports ethics concerns or situations of non-compliance shall not be subject to any reprisal or penalty for reporting such situations.

We also emphasize that the anonymity of the whistleblower, as well as any people involved, will be preserved by the Company and the investigation is confidential.

- **issuer body responsible for investigating reports**

The body responsible for investigating the reports is the Company's Ethics Committee.

c. Number of cases confirmed in the last 3 (three) fiscal years of deviations, fraud, irregularities and illegal acts committed against the public administration and corrective measures adopted

0 (zero).

d. if the issuer does not have rules, policies, procedures or practices aimed at the prevention, detection and remediation of fraud and illicit practices against the public administration, identify the reasons why the issuer has not adopted controls in this regard

Not applicable to the Company.

5.4 Significant changes

There was no significant change in the key risks to which the Company is exposed or in its Risk Management Policy in the last fiscal year.

In 2022, there was a reduction in the impact of the COVID-19 pandemic on market risk. However, supply chains continued to be impacted, especially after the start of the conflict between Russia and Ukraine.

Additionally, in 2022, political and economic issues in Brazil aligned with the global geopolitical scenario, led to greater attention to the risks of climate change, the safety of people and facilities.

5.5 Other relevant information

Investment and Derivatives Policy

a. Purpose

Define criteria for the application of financial resources available in the financial market and limits for the use of derivatives.

b. Context

The guarantee of liquidity for the operation of the Company and its subsidiaries and the safety of transactions are the basic guidelines of the Investment and Derivatives Policy.

c. Resource allocation

The financial investments available made by the Company and its subsidiaries must obey the following allocation, considering the consolidated amounts invested by each company:

- at least 90% of the funds in Federal Government Securities;
- a maximum of 10% of the funds in Private Securities.

Notes:

The limits set forth above do not take into account any debentures issued by the Company's subsidiaries, with the executive board having powers to subscribe, pay in, buy, sell and trade debentures of its subsidiaries, individually or jointly, limited to 10% (ten percent) of the Company's authorized capital.

d. Bank risk

In order to support and complement the analysis and judgment of Bank Risk, the Company uses the risk classifications disclosed by Standard & Poor's (S&P), Moody's or Fitch, consulting companies specialized in this area.

e. Selection of banks

Based on the rating assigned by S&P, Moody's or Fitch, Banks must be selected according to the following criteria:

- banks with a minimum Net Worth of BRL 1 billion; and
- minimum rating of AA- (S&P and Fitch) or Aa3 (Moody's) on a national scale.

f. Operating limit for each bank

The maximum limit to operate with a given Bank (considering the respective financial group, when applicable) is 5% of the consolidated cash availability of the Company and its subsidiaries, excluding from this limit restricted financial investments, such as a Bank Deposit Certificate (CDB) linked to Reserve Accounts.

Notes:

- repurchase transactions backed by debentures of a Leasing Company (Leasing) of the same financial conglomerate as the Bank must be considered as CDB of the Bank itself, for credit limit purposes.
- the limits determined in item "e" do not apply when dealing with investments in National Treasury Securities, whose risk is the Federal Government and not the Bank.

g. Transaction term

With the exception of the debentures mentioned in item "c", transactions with private credit risk, regardless of their term, will be mainly aimed at daily liquidity.

h. Registration with CETIP/SELIC

Whenever applicable, financial transactions must be confirmed by means of their registration with the Securities Custody and Financial Settlement Center (CETIP) or with the Special Settlement and Custody System (SELIC), with the corresponding deposit of the securities that serve as collateral for the transaction.

5.5 Other relevant information

i. limits for the use of financial derivatives

- the use of derivatives is restricted to risk hedging, with leverage transactions and short sales being prohibited;
- the underlying assets and their derivatives must have the same risk factor;
- interest and/or exchange derivative transactions, when used to hedge corporate financing, must maintain a close correlation with respect to the debt profile, volumes and terms;
- the counterparty in a derivatives transaction must present one of the following minimum ratings:

  - AA- (S&P or Fitch) or Aa3 (Moody's) on a national scale; or

  - A+ (S&P or Fitch ratings) or A1 (Moody's) on an international scale.
- the Executive Board must approve any and all transactions using derivatives, and the Board of Directors will be responsible for approving the contracting of transactions in which the volume of the contract or the net position at risk exceeds BRL 50 million;
- monitoring of the evolution of the risk of transactions with derivatives will be performed by the Financial and Investors Relations Office at least once a month, and subsequent presentation to the Executive Board. Cases in which net positions at risk exceed BRL 50 million must be reported to the Board of Directors.

6.1 Shareholder Structure

PARENT COMPANY / INVESTOR					
SHAREHOLDER					
CPF/CNPJ shareholder	**Nationality-State**	**Party to shareholders' agreement**	**Controlling shareholder**	**Last change**	
Shareholder Resident Abroad	**Name of the Legal Representative or Attorney-in-Fact**		**Type of person**	**CPF/CNPJ**	
Detail per classes of shares (Units)					
Number of common shares (Units)	**Common shares %**	**Number of preferred shares (Units)**	**Preferred shares %**	**Total number of shares (Units)**	**Total shares %**
PARENT COMPANY / INVESTOR				CPF/CNPJ shareholder	Share capital composition
TREASURY STOCK – Date of the last change:					
0	0.000	0	0.000	0	0.000
BANCO CLÁSSICO S.A.					
31.597.552/0001-52	Brazil			09/28/2022	
80,425,026	9.857	0	0.000	80,425,026	9.857
Class of share	**Number of shares (Units)**	**Shares %**	**Shares (%)**	**Shares (%) of capital stock**	
TOTAL	0	0.000			
ENGIE BRASIL PARTICIPAÇÕES LTDA.					
01.370.013/0001-15	Brazil		Yes	12/07/2018	
560,640,791	68.712	0	0.000	560,640,791	68.712
Class of share	**Number of shares (Units)**	**Shares %**	**Shares (%)**	**Shares (%) of capital stock**	
TOTAL	0	0.000			
OTHERS					
174,861,923	21.431	0	0.000	174,861,923	21.431
TOTAL					

6.1 Shareholder Structure

PARENT COMPANY / INVESTOR					
SHAREHOLDER					
CPF/CNPJ shareholder	**Nationality-State**	**Party to shareholders' agreement**	**Controlling shareholder**	**Last change**	
Shareholder Resident Abroad	**Name of the Legal Representative or Attorney-in-Fact**		**Type of person**	**CPF/CNPJ**	
Detail per classes of shares (Units)					
Number of common shares (Units)	**Common shares %**	**Number of preferred shares (Units)**	**Preferred shares %**	**Total number of shares (Units)**	**Total shares %**
PARENT COMPANY / INVESTOR				**CPF/CNPJ shareholder**	**Share capital composition**
815,927,740	100.000	0	0.000	815,927,740	100.000

6.1 Shareholder Structure

PARENT COMPANY / INVESTOR					
SHAREHOLDER					
CPF/CNPJ shareholder	**Nationality-State**	**Party to shareholders' agreement**	**Controlling shareholder**	**Last change**	
Shareholder Resident Abroad	**Name of the Legal Representative or Attorney-in-Fact**		**Type of person**	**CPF/CNPJ**	
Detail per classes of shares (Units)					
Number of common shares (Units)	**Common shares %**	**Number of preferred shares (Units)**	**Preferred shares %**	**Total number of shares (Units)**	**Total shares %**
PARENT COMPANY / INVESTOR				**CPF/CNPJ shareholder**	**Share capital composition**
BANCO CLÁSSICO S.A.				**31.597.552/0001-52**	
TREASURY STOCK – Date of the last change:					
0	0.000	0	0.000	0	0.000
JOSÉ JOÃO ABDALA FILHO					
245.730.788-00	Brazil		Yes	06/11/2018	
745,685,582	100.000	0	0.000	745,685,582	100.000
Class of share	**Number of shares (Units)**	**Shares %**	**Shares (%)**	**Shares (%) of capital stock**	
TOTAL	0	0.000			
OTHERS					
1,019	0.000	0	0.000	1,019	0.000
TOTAL					
745,686,601	100,000	0	0,000	745,686,601	100,000

6.1 Shareholder Structure

PARENT COMPANY / INVESTOR					
SHAREHOLDER					
CPF/CNPJ shareholder	**Nationality-State**	**Party to shareholders' agreement**	**Controlling shareholder**	**Last change**	
Shareholder Resident Abroad	**Name of the Legal Representative or Attorney-in-Fact**		**Type of person**	**CPF/CNPJ**	
Detail per classes of shares (Units)					
Number of common shares (Units)	**Common shares %**	**Number of preferred shares (Units)**	**Preferred shares %**	**Total number of shares (Units)**	**Total shares %**
PARENT COMPANY / INVESTOR				**CPF/CNPJ shareholder**	**Share capital composition**
ENGIE BRASIL PARTICIPAÇÕES LTDA.				**01.370.013/0001-15**	
TREASURY STOCK – Date of the last change:					
0	0.000	0	0.000	0	0.000
INTERNATIONAL POWER S.A.					
	Belgium		Yes	04/15/2021	
8,360,623,887	100.000	0	0.000	8,360,623,887	100.000
Class of share	**Number of shares (Units)**	**Shares %**	**Shares (%)**	**Shares (%) of capital stock**	
TOTAL	0	0.000			
OTHERS					
0	0.000	0	0.000	0	0.000
TOTAL					
8,360,623,887	100.000	0	0.000	8,360,623,887	100.000

6.1 Shareholder Structure

PARENT COMPANY / INVESTOR					
SHAREHOLDER					
CPF/CNPJ shareholder	**Nationality-State**	**Party to shareholders' agreement**	**Controlling shareholder**	**Last change**	
Shareholder Resident Abroad	**Name of the Legal Representative or Attorney-in-Fact**		**Type of person**	**CPF/CNPJ**	
Detail per classes of shares (Units)					
Number of common shares (Units)	**Common shares %**	**Number of preferred shares (Units)**	**Preferred shares %**	**Total number of shares (Units)**	**Total shares %**
PARENT COMPANY / INVESTOR				CPF/CNPJ acionista	Composição capital social
INTERNATIONAL POWER S.A.					
TREASURY STOCK – Date of the last change:					
0	0.000	0	0.000	0	0.000
GDF SUEZ IP Luxembourg S.A.R.L.					
	Luxembourg		Yes	07/15/2011	
186,726,407	100.000	0	0.000	186,726,407	100.000

Class of share	Number of shares (Units)	Shares %	Shares (%)	Shares (%) of capital stock
TOTAL	0	0.000		

OTHERS					
0	0.000	0	0.000	0	0.000
TOTAL					
186,726,407	100.000	0	0.000	186,726,407	100.000

6.1 Shareholder Structure

CONTROLLING SHAREHOLDER / INVESTOR					
SHAREHOLDER					
CPF/CNPJ shareholder	**Nationality-State**	**Party to shareholders' agreement**	**Controlling shareholder**	**Last change**	
Shareholder Resident Abroad	**Name of the Legal Representative or Attorney-in-Fact**		**Type of person**	**CPF/CNPJ**	
Detail of shares (Units)					
Number of common shares (Units)	**Common shares %**	**Number of preferred shares (Units)**	**Preferred shares %**	**Total number of shares (Units)**	**Total shares %**
CONTROLLING SHAREHOLDER / INVESTOR				**CPF/CNPJ SHAREHOLDER**	**Composition of the capital stock**
GDF SUEZ IP Luxembourg S.A.R.L.					
TREASURY STOCK – Date of the last change:					
0	0.000	0	0.000	0	0.000
International Power (Zebra) Limited					
	United Kingdom		Yes	07/18/2011	
2,500,000	100.000	0	0.000	2,500,000	100.000

Class of share	Number of shares (Units)	Shares %	Shares (%)	Shares (%) of capital stock
TOTAL	0	0.000		

OTHERS					
0	0.000	0	0.000	0	0.000
TOTAL					
2,500,000	100.000	0	0.000	2,500,000	100.000

6.1 Shareholder Structure

CONTROLLING SHAREHOLDER / INVESTOR					
SHAREHOLDER					
CPF/CNPJ shareholder	**Nationality-State**	**Party to shareholders' agreement**	**Controlling shareholder**	**Last change**	
Shareholder Resident Abroad	**Name of the Legal Representative or Attorney-in-Fact**		**Type of person**	**CPF/CNPJ**	
Detail of shares (Units)					
Number of common shares (Units)	**Common shares %**	**Number of preferred shares (Units)**	**Preferred shares %**	**Total number of shares (Units)**	**Total shares %**
CONTROLLING SHAREHOLDER / INVESTOR				**CPF/CNPJ shareholder**	**Composition of the capital stock**
International Power (Zebra) Limited					
TREASURY STOCK – Date of the last change:					
0	0.000	0	0.000	0	0.000
International Power Ltd.					
	United Kingdom		Yes	07/02/2020	
15,113,818,234	100.000	0	0.000	15,113,818,234	100.000
Class of shares	**Number of shares (Units)**	**Shares %**	**Shares (%)**	**Shares (%) of capital stock**	
TOTAL	0	0.000			
OTHERS					
14	0.000	0	0.000	14	0.000
TOTAL					
15,113,818,248	100.000	0	0.000	15,113,818,248	100.000

6.1 Shareholder Structure

CONTROLLING SHAREHOLDER / INVESTOR					
SHAREHOLDER					
CPF/CNPJ shareholder	**Nationality-State**	**Party to shareholders' agreement**	**Controlling shareholder**	**Last change**	
Shareholder Resident Abroad	**Name of the Legal Representative or Attorney-in-Fact**		**Type of person**	**CPF/CNPJ**	
Detail of shares (Units)					
Number of common shares (Units)	**Common shares %**	**Number of preferred shares (Units)**	**Preferred shares %**	**Total number of shares (Units)**	**Total shares %**
CONTROLLING SHAREHOLDER / INVESTOR				**CPF/CNPJ shareholder**	**Composition of the capital stock**
International Power Ltd.					
TREASURY STOCK – Date of the last change:					
0	0.000	0	0.000	0	0.000
Electrabel S.A.					
	Belgium		Yes	06/30/2016	
5,445,194,036	100.000	0	0.000	5,445,194,036	100.000
Class of shares	**Number of shares (Units)**	**Shares %**	**Shares (%)**	**Shares (%) of capital stock**	
TOTAL	0	0.000			
OTHERS					
14	0.000	0	0.000	14	0.000
TOTAL					
5,445,194,050	100.000	0	0.000	5,445,194,050	100.000

6.1 Shareholder Structure

CONTROLLING SHAREHOLDER / INVESTOR					
ACIONISTA					
CPF/CNPJ shareholder	**Nationality-State**	**Party to shareholders' agreement**	**Controlling shareholder**	**Last change**	
Shareholder Resident Abroad	**Name of the Legal Representative or Attorney-in-Fact**		**Type of person**	**CPF/CNPJ**	
Detail of shares (Units)					
Number of common shares (Units)	**Common shares %**	**Number of preferred shares (Units)**	**Preferred shares %**	**Total number of shares (Units)**	**Total shares %**
CONTROLLING SHAREHOLDER / INVESTOR				**CPF/CNPJ shareholder**	**Composition of the capital stock**
Electrabel S.A.					
TREASURY STOCK – Date of the last change:					
0	0.000	0	0.000	0	0.000
ENGIE S.A.					
	France		Yes	03/28/2014	
120,752,485	99.130	0	0.000	120,752,485	99.130
Class of shares	**Number of shares (Units)**	**Shares %**	**Shares (%)**	**Shares (%) of capital stock**	
TOTAL	0	0.000			
OTHERS					
1,059,769	0.870	0	0.000	1,059,769	0.870
TOTAL					
121,812,254	100.000	0	0.000	121,812,254	100.000

6.1 Shareholder Structure

CONTROLLING SHAREHOLDER / INVESTOR					
SHAREHOLDER					
CPF/CNPJ shareholder	**Nationality-State**	**Party to shareholders' agreement**	**Controlling shareholder**	**Last change**	
Shareholder Resident Abroad	**Name of the Legal Representative or Attorney-in-Fact**		**Type of person**	**CPF/CNPJ**	
Detail of shares (Units)					
Number of common shares (Units)	**Common shares %**	**Number of preferred shares (Units)**	**Preferred shares %**	**Total number of shares (Units)**	**Total shares %**
CONTROLLING SHAREHOLDER / INVESTOR				**CPF/CNPJ shareholder**	**Composition of share capital**
ENGIE S.A.					
TREASURY STOCK – Date of the last change:					
0	0.000	0	0.000	0	0.000
OTHERS					
1,859,591,704	76.360	0	0.000	1,859,591,704	76.360
French Republic					
	France			01/13/2019	
575,693,307	23.640	0	0.000	575,693,307	23.640

Class of shares	Number of shares (Units)	Shares %	Shares (%)	Shares (%) of capital stock
TOTAL	0	0.000		

TOTAL					
2,435,285,011	100.000	0	0.000	2,435,285,011	100.000

6.3 Capital Distribution

Date of the last meeting / Date of the last change	04/26/2023
Number of individual shareholders (Units)	277,890
Number of legal entity shareholders (Units)	8,191
Number of institutional investors (Units)	1,153

Outstanding Shares

Outstanding shares corresponding to all shares of the issuer, except for those held by the controlling shareholder, the persons linked thereto, the managers of the issuer, and the treasury shares

Number of common shares (Units)	255,230,961	31.281%
Number of preferred shares (Units)	0	0.000%
Total	255,230,961	31.281%

6.4 Equity interest

Corporate name	CNPJ	Issuer stake (%)
COMPANHIA ENERGÉTICA ESTREITO (CEE)	08.976.022/0001-01	99.990000
COMPANHIA ENERGÉTICA JAGUARA (JAGUARA)	28.925.264/0001-75	99.990000
COMPANHIA ENERGÉTICA MIRANDA (MIRANDA)	28.942.127/0001-49	99.990000
ENGIE BRASIL ENERGIA COMERCIALIZADORA LTDA. (EBC)	04.100.556/0001-00	99.990000
ENGIE BRASIL ENERGIAS COMPLEMENTARES PARTICIPAÇÕES LTDA. (ECP)	09.212.990/0001-04	99.990000
ENGIE COMERCIALIZADORA VAREJISTA DE ENERGIA LTDA. (ECV)	26.263.019/0001-14	99.990000
ENGIE TRADING COMERCIALIZADORA DE ENERGIA LTDA. (ENGIE TRADING)	31.635.668/0001-39	99.990000
ITÁ ENERGÉTICA S.A. (ITASA)	01.355.994/0001-21	48.750000
LAGES BIOENERGÉTICA LTDA. (LAGES)	05.210.535/0001-00	99.990000
TRANSPORTADORA ASSOCIADA DE GÁS S.A. (TAG)	06.248.349/0001-23	32.500000
USINA TERMELÉTRICA PAMPA SUL S.A. (PAMPA SUL)	04.739.720/0001-24	99.990000
ENGIE TRANSMISSÃO DE ENERGIA PARTICIPAÇÕES II S.A. (ETP II)	36.207.020/0001-85	99.990000
GAVIÃO REAL TRANSMISSORA DE ENERGIA S.A. (GAVIÃO REAL)	44.729.393/0001-44	99.990000

6.4 Equity interest

Corporate name	CNPJ	Issuer stake (%)
ENGIE COMERCIALIZADORA DE GÁS LTDA. (ECG)	35.920.675/0001-33	99.990000
SAFIRA TRANSMISSÃO DE ENERGIA S.A. (SAFIRA)	41.972.185/0001-83	99.990000

6.5 Organizational Chart of the Shareholders and of the Economic Group

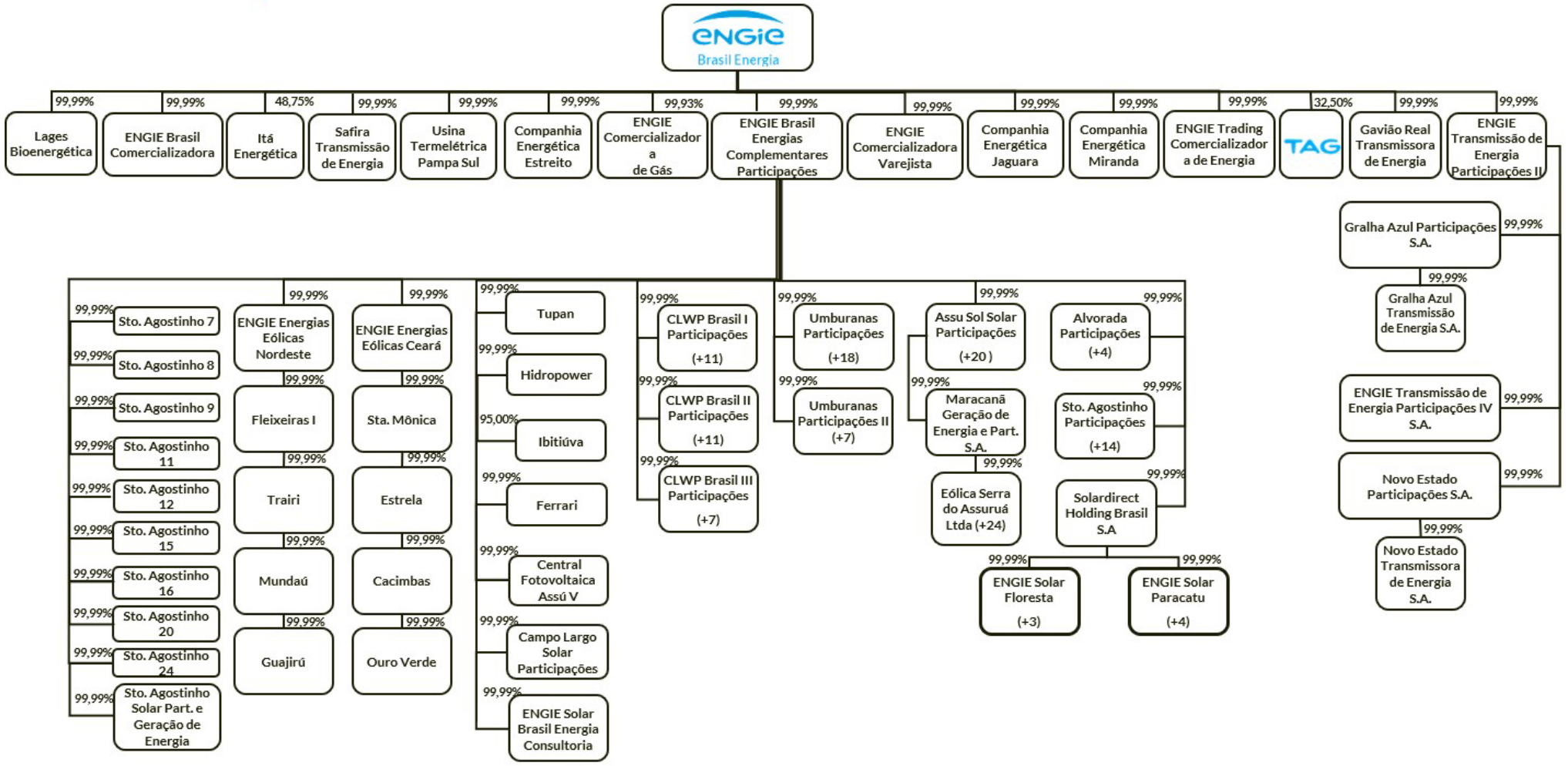
a. direct and indirect controlling shareholders, as well as shareholders with interest equal to or in excess of 5% of shares



6.5 Organizational Chart of the Shareholders and of the Economic Group

b. main controlled companies and affiliates of the Controlled

Controlled companies: Organizational chart (base date: 12.31.2022)



6.5 Organizational Chart of the Shareholders and of the Economic Group

Affiliates:

The Company does not have affiliate companies on December 31, 2022.

c. equity interests held by the Company in group companies

The Company does not hold interest in group companies in addition to those mentioned in item "b".

d. equity interests held by group companies in the Company

There is no equity interest in the Company held by group companies, except for its controlling shareholder, ENGIE Brasil Participações Ltda.

e) main companies under common control

Itá Energética S.A. ("Itasa")

Itasa is a Company under common control the purpose of which is the exploration of UHE Itá in partnership by means of consortium, via the concession granted by the Federal Government by means of Aneel, with a term of effectiveness of 35 years as from December 28, 1995. The shares representing the capital stock of Itasa are held by ENGIE Brasil Energia, Companhia Siderúrgica Nacional (CSN), and Companhia de Cimento Itambé, in the proportion of 48.75%, 48.75%, and 2.50%, respectively.

Transportadora Associada de Gás S.A. ("TAG")

In addition, the Company holds a 32,5% stake in the jointly controlled company Transportadora Associada de Gás S.A. (TAG), that operates in the natural gas transportation and storage industry in general. TAG has an infrastructure of high pressure gas pipelines with approximately 4,500 km in length, with 11 gas compression facilities (six of which are owned) and 90 delivery points. In 2019, ENGIE Group, together with CDPQ (Caisse de Dépôt et placement du Québec), signed the purchase and sale agreement between Aliança and Petrobras, to acquire control of TAG. After compliance with all the conditions precedent provided for in the contract, the operation was completed for the approximate amount of R$ 35 billion. Subsequently, in order to meet the requirements of the financing agreement held by Aliança, companies management of Aliança e TAG promoted a reverse incorporation of the Aliança by TAG.

6.6 Other relevant information

Table 6.1-2 – Shareholder structure

The Company notes that the shares held by ENGIE S.A. are broadly pulverized and that it is not aware of other shareholders, except for the French Republic, which holds interest in excess of 5% of the total shares.

Table 6.3 – Outstanding shares

On April 26, 2023, the date of the Annual General Meeting, the members of the Board of Directors, Executive Board, and Fiscal Council held 55,988 shares, which have not been deemed outstanding.

"Golden Share" – French Republic

The French Republic does not hold the controlling interest of ENGIE S.A. However, pursuant to the French law, the French Republic must keep at least one share in the capital stock of ENGIE S.A., a "Golden Share", which originates from the conversion of one common share and seeks to protect the essential interests of France in the French energy industry and ensure and safeguard continuity of the supply of energy in that country.

The Golden Share was granted to the French Republic for an indefinite term and grants it the right to veto decisions made by ENGIE S.A., or its French subsidiaries that directly or indirectly seek to sell, transfer transactions, provide surety, give as guarantee, or change the foreseen use of certain assets covered by the French energy industry law in case these transactions may adversely affect France's interests in relation to the energy supply continuity and safety.

The assets covered by the veto right of the French Republic provided in the Golden Share are the following:

- Natural gas transportation pipelines located in France;
- Assets related to the distribution of natural gas in France;
- Underground natural gas storage located in France; and
- Liquefied natural gas facilities located in France.

7.1 Main characteristics of the management bodies and the fiscal council

a. Main characteristics of the policies for appointing and filling positions, if any, and, if the issuer discloses it, locations on the world wide web where the document can be consulted

In accordance with the policy for nominating Directors, Officers and Committee Members, available in the investors section, on the Company's website, the nomination of members must observe the provisions of the Company's Bylaws, the Internal Regulations of the Board of Directors and, when applicable, of the Committees, in the Code of Ethics, as well as in the current legislation, in order to reflect and consolidate the existing structures for the protection of the interests of shareholders and the market. Highly qualified professionals, with notable experience (technical, professional, academic) and aligned with the Company's values, must be appointed to the Board of Directors, Committees and Board of Directors. The Chairman of the Board of Directors is responsible for the nomination process for members of the Board of Directors, its Committees and the Company's Board of Executive Officers. This process can be done internally or by hiring independent professionals to carry out consultations or obtain opinions on the candidates.

b. Whether there are any mechanisms for performance assessment, informing, if so:

i. the frequency and scope of assessment

According to the Performance Assessment Policy for Directors, Officers and Committee Members, available on the company's website, the members of the Executive Board must be evaluated annually by the Chief Executive Officer and the Chairman of the Board of Directors, considering financial and non-financial objectives, as well as managerial and behavioral aspects. The Board of Directors must be evaluated using criteria approved by the Board itself.

ii. the methodology and principal criteria used for assessment

The Chief Executive Officer and the Executive Board are evaluated based on financial and non-financial objectives (including health and safety, environmental, social and governance aspects), aligned with the Company's values and ethical principles. The Chairman of the Board of Directors is responsible for coordinating the assessment of directors, providing the Board with information and recommendations. One of these practices consists of internal performance evaluation processes involving systems, metrics and behavioral skills. The Economic Group is responsible for defining guidelines that indicate, with specificity and detail, the competencies expected for each leadership position in the Company, allowing an assessment in line with its aspirations.

iii. whether external consulting or advisory services have been hired

No external consulting or advisory services were hired.

c. identification and management of conflicts of interest

The 160th Meeting of the Board of Directors, held on February 23, 2017, approved a Conflict of Interest Prevention Policy that primarily aims to provide guidelines on how to prevent, identify and manage any situation of conflict of interest arising within the Company, while sensitizing employees to the issue.

That Policy applies to all employees of the Company and third-party companies.

The principal guidelines of such policy are as follows: (i) disregard your personal interests in any kinds of transactions carried out at the Company; (ii) avoid holding at the same time two different positions or titles that could conflict with each other; (iii) do not be susceptible to interference by family or friends in the performance of your professional duties; (iv) refuse to accept gifts and/or hospitality from entities with which the Company has or may have any kind of relationship, other than consistent with the provisions of the Gift and Hospitality Procedure; (v) identify and avoid potential conflicts of interest, i.e. situations where an actual conflict does not yet exist because, at the time of review, there is no objective contradiction between the employee’s personal interests and the way in which they perform their duties. But a change in that situation (appointment for a new position, promotion, relocation or any events occurring in their personal life) could create such conflict; (vi) identify and avoid the appearance of conflict, where there are questions about whether the way in which an employee performs their duties may be related to a personal interest. at this step, there are assumptions or suspicions, and the emergence of a conflict of interest is only a possibility. Calling for the situation to be analyzed to solve any doubts about whether there really is a conflict; and (vii) identify and prevent any actual conflicts, where the independent judgment, impartiality or loyalty of an employee to the Company cannot be totally ensured due to a personal interest that could influence them while performing their professional activities.

7.1 Main characteristics of the management bodies and the fiscal council

Also, according to the Ethical Practices Guide, available on the Company's website, in the event that an employee is faced with a situation that constitutes a conflict of interest, it is necessary to:

- Refrain from participating in the tasks and missions assigned to him and inform the respective Ethics and Compliance Director or correspondent and his hierarchical superior.

- Obtain a waiver from your superior, who will consult with the Ethics and Compliance Officer or Correspondent, to allow you to continue carrying out your activity.

Finally, a Policy for Transactions with Related Parties, approved at the 218th Meeting of the Board of Directors, held on April 27, 2021, available at the Company's website, in item 4, addresses the treatment to be given to situations that may involve conflicts of interest.

e. If any, specific objectives that the issuer has regarding gender, color or race diversity or other attributes among the members of its management bodies and its fiscal council

Increase the participation of women in the Group's management to 50% — in 2022, they held 26.7% of leadership positions. – As disclosed in the 2022 Sustainability Report.

f. Role of management bodies in assessing, managing and supervising climate-related risks and opportunities

The Company's corporate risk governance structure model is based on the Three Lines of the IIA – The Institute of Internal Auditors, which direct the responsibilities of (i) the business areas; (ii) the risk management area; (iii) the Internal Audit; and (iv) the Company's senior management (Executive Board and Board of Directors).

In addition, to more efficiently conduct the risk assessment process of its business, the Company has a Risk Management Forum, which is responsible for contributing to the identification and analysis of the Company's business risks and opportunities. The overall coordination of the Risk Management Forum is the responsibility of the Chief Financial and Investors Relations Officer.

In the business risk analysis process, each identified risk is classified according to its probability of occurrence, significance (or severity) and level of control. From the analysis, a mitigating action plan is developed for each of the risks. The manager of the department in which area the risk originates is the "risk owner" and will be responsible for implementing the action plan. Upon analysis of the risks, an assessment is also made of possible opportunities that may be implemented by the Company.

As a result of the analysis process, a matrix of business risks and opportunities is obtained, submitted for approval by the Executive Board and presented to the Statutory Audit Committee, to the Board of Directors, and subsequently to the Controlling Shareholder.

Since 2022, risks and opportunities related to climate change have been considered a priority by the Controlling Shareholder and are part of the Company's risk matrix.

7.1 Description of the main characteristics of the management bodies and the fiscal council

Number of members per gender declaration

	Female	Male	Non binary	Others	Prefer not to answer
Executive Board	1	7	0	0	0
Board of Directors - Effective	2	7	0	0	0
Board of Directors - Alternates	2	7	0	0	0
Fiscal Council - Effective	0	3	0	0	0
Fiscal Council - Alternates	0	3	0	0	0
TOTAL = 32	**5**	**27**	**0**	**0**	**0**

Number of members by color and race statement

	Yellow	White	Black	Brown	Indigenous	Others	Prefer not to answer
Executive Board	0	8	0	0	0	0	0
Board of Directors - Effective	0	9	0	0	0	0	0
Board of Directors - Alternates	0	9	0	0	0	0	0
Fiscal Council - Effective	0	3	0	0	0	0	0
Fiscal Council - Alternates	0	3	0	0	0	0	0
TOTAL = 32	**0**	**32**	**0**	**0**	**0**	**0**	**0**

7.2 Information related to the Board of Directors

a. Permanent bodies and committees that report to the board of directors

The following bodies and committees report to the Board of Directors:

- Statutory Audit Committee
- Strategic Committee
- Ethics Committee
- Internal Audit

In addition, the Company has a non-permanent Independent Special Committee for Transactions with Related Parties.

The duties of these committees are described in item "7.8" of this Reference Form.

b. How does the board of directors assess the work of the independent audit, indicating whether the issuer has a policy for contracting extra-audit services with the independent auditor and, if the issuer discloses the policy, locations on the world wide web where the document can be consulted

The Company does not have a formal policy for contracting extra-audit services with the independent auditor. However, such hiring depends on the approval of the Board of Directors and upon manifestation of the Audit Committee, pursuant item XIX of Article 19 together with item I of §3º of Article 29, both of the Company's bylaws.

The Company's Bylaws are available at the Company's website.

c. If any, channels in place for critical issues related to ESG practices and compliance issues to come to the attention of the board of directors

The Company has an external reporting or whistleblowing channel related to ethical issues, managed by external company, available 24 (twenty-four) hours a day and 7 (seven) days a week. Access to the channel is via the website https://www.canalintegro.com.br/engiebrasil or by calling 0800 580 2586 (the call is free).

The external channel enables any employee, supplier, customer and/or partner to describe, anonymously for whistleblowers who wish to do so, the occurrence of cases of non-compliance, fraud or the existence of inappropriate and unethical conducts that may affect the image, the financial result and the work environment in the Company and its subsidiaries.

All reported situations are kept strictly confidential, with guarantee of non-retaliation. The investigation is confidential, with the Ethics Committee of ENGIE Brasil Energia being the body responsible for the investigation.

The Ethics Committee makes quarterly reports to the Statutory Audit Committee and the Board of Directors, where the activities carried out by the Ethics Committee in the period and the reported ethical incidents are presented.

7.3 Composition and Professional Experience of Management and Fiscal Council

Name: ANDERSON PAIVA MARTINS **CPF:** 077.424.247-70 **Profession:** Accountant **Date of birth:** 03/31/1979

Professional background: Born on 03.31.1979. He graduated in Accounting Science from Mackenzie Presbyterian School Rio in 2016, and in Business Administration from Centro Universitário da Cidade in 2013. He worked at the Mega Models company from 1999 to 2008, where he was a Financing Planning Coordinator. From 2008 to 2015, he worked at the Agency Models company, where he was a Financial Assistant. From 2015 to date, he is an Accountant at Banco Clássico S.A. and Alternate Fiscal Council at CEG.
He signed a statement declaring that he has not been subject to: i) criminal conviction; ii) conviction in CVM administrative proceeding; or iii) final judgment in the judicial or administrative spheres that might have resulted in suspension or disqualification from engaging in any professional or commercial activities.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Fiscal Council - Permanent	04/25/2024	AGM 2025	Fiscal Council (Member) Elected by Minority Shareholders holding common shares	04/25/2024	No	04/26/2019

Conviction:

Type of conviction	Description of Conviction

Name: ANTONIO ALBERTO GOUVÊA VIEIRA **CPF:** 338.907.227-68 **Profession:** Lawyer **Date of birth:** 08/31/1955

Professional background: Born on 08.31.1955. He holds a bachelor's degree in Law from the Pontifical Catholic University (PUC) of Rio de Janeiro, having attended a graduate course in Business Administration at this same university. He is a partner in Gouvêa Vieira Advocacia law firm, and was a member of the Boards of Directors of Vidraria Santa Marina (Saint Gobain) from 1992 to 2003, Alcatel Telecomunicações S.A. from 1990 to 2002; Sociedade Francesa e Brasileira de Ensino - Lycée Moliere from 1995 to 2021; Eternit S.A., from 1996 to 2000; of Leroy Merlin Cia Brasileira de Bricolagem from 1996 to 2021; Telesp Celular Participações S.A. from 1998 to 2001, and Acesita S.A. (ArcelorMittal Inox Brasil) from 1999 to 2008; member of the Fiscal Council of Bebidas das Américas (Ambev) from 2000 to 2001; and President of the Advisory Board of Banco Calyon Brasil S.A. from 2000 to 2007. Currently, he is a member of the executive board of Boa Esperança S.A. and Curador Council of Fundação Getúlio Vargas.

Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

He also declared that he meets all criteria provided for in the Novo Mercado Regulations, as defined in Article 16, paragraphs 1 and 2, regarding his compliance with the position of Independent Director.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors - Independent (Alternate)	04/25/2024	Yes	04/26/2006

Conviction:

Type of conviction	Description of Conviction

Name: CARLOS ALBERTO VIEIRA **CPF:** 288.477.179-49 **Profession:** Accountant **Date of birth:** 12/23/1954

Professional background: Born on 12.23.1954, he's an Accountant, holding a degree from Universidade Federal de Santa Catarina (UFSC) and a degree in Law from Universidade do Sul de Santa Catarina – UNISUL and a graduate degree in Social Security Law from Unicuritiba - Higher Education Institution in Curitiba - Paraná. He started his career at Eletrosul, in 1977, as an Accountant. In 1998, with the transition to Gerasul, in the Accounting Department and opportunely in the Tax Planning area, as a Tax Process Analyst. In this period, he was Class Judge representing the employees in the TRT 12 - Regional Labor Court of Santa Catarina. He also served as a full member of the Deliberative Council at Previg - a supplementary pension entity incorporated by ENGIE Brazil Energia S.A. He was coordinator of the Interunion of Engineers, Industrial Technicians, Administrators, Economists and Accountants until February 2024.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Fiscal Council - Permanent	04/25/2024	AGM 2026	Board of Directors (Member)	04/25/2024	No	04/25/2024

Conviction:

Type of conviction	Description of Conviction

Name: CARLOS GUERREIRO PINTO **CPF:** 047.615.457-04 **Profession:** Administrator **Date of birth:** 06/17/1942

Professional background: Born on 06.17.1942. He holds a bachelor's degree in Business Administration from the Sociedade Unificada de Ensino Superior Augusto Motta (SUAM), and a graduate degree in Business Administration from the Institute of Post-Graduation and Research in Administration of the Federal University of Rio de Janeiro (COPPEAD). He concluded a Financial Management Course at the Training Center of Citibank N.A., and holds a certification in "Partnership for Enterprise Development" from the Dom Cabral Foundation. He was responsible for structuring the Open Market area of Banco Nacional, being also designated as Officer of the Business Risk Area. Additionally, he was President of Sinal Corretora de Valores. From March 2010 to November 2011, he was a Tax Officer appointed by the National Supplementary Health Agency (ANS), which regulates the operators of private health plans, being also an auditor in operators subject to a special Tax Management regime. He was Guest Consultant at the Getúlio Vargas Foundation, providing Management consulting services to the State Environment Institute – INEA and SEA – Environment Office of the State of Rio de Janeiro.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Fiscal Council - Permanent	04/25/2024	AGM 2025	Fiscal Council (Permanent) / Elected by the Controlling Shareholder	04/24/2024	Yes	04/14/2009

Conviction:

Type of conviction	Description of Conviction

Name: DIRK ACHIEL MARC BEEUWSAERT **Passport:** EP293989 **Nationality:** Belgium **Profession:** Engineer **Date of birth:** 01/14/1948

Professional background: Born on 01.14.1948. He graduated in Mechanical and Electrical Engineering from the University of Ghent (Belgium). He attended the CEDEP Management Program in Fontainebleau, France. In 1990, he was Head of conventional power generation at Electrabel, being appointed for Electrabel's Management Committee, and for Chairman of the Work Board of Recybel. He was an officer in several companies. In 2000, he became the CEO of Tractebel Electricity & Gas International, and member of Tractebel's General Management Committee. In 2003, he was also appointed as executive vice-president of SUEZ, and in 2009, he became an executive vice-president at GDF SUEZ. He was appointed Chairman of the International Power Board in 2011, and in 2013, he became an Advisor to Gérard Mestralletat, GDF SUEZ Chairman and CEO. In 2013, he became the CEO of European Energy's business line. In 2015, he resigned from ENGIE, and from the position of CEO at Electrabel. Currently, he is a member of the Company's Board of Directors and Strategic Committee; a manager at Beeuwsaert Management CV; a member of the board of Tplus in Russia since 2014; and vice-president of AMEA's investment committee in Abu Dhabi since 2017.

Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21. He also declared that he meets all criteria provided for in the Novo Mercado Regulations, as defined in Article 16, paragraphs 1 and 2, regarding his compliance with the position of Independent Director.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors - Independent (Permanent)	04/25/2024	Yes	08/16/2000

Conviction:

Type of conviction	Description of Conviction

Name: EDUARDO ANTONIO GORI SATTAMINI **CPF:** 821.111.117-91 **Profession:** Economist **Date of birth:** 02/08/1965

Professional background: Eduardo Sattamini graduated in Economics from the Pontifical Catholic University of Rio de Janeiro, where he also completed his master's degree in Business Administration, with specialization in Finance. He holds a master's degree in Management (Master in Management) from the University of London, where he attended the Sloan Fellowship Master Programme at the London Business School. He worked in the naval area, having performed several managerial functions in shipping companies, shipyards and maritime support, among them Superintendent at Metalnave S.A. and Chief Financial Officer at Indústrias Verolme-Ishibras S.A. Joined ENGIE Group in 2000, working in management, business development and finance areas. Held the position of Chief Executive Officer of Energia Sustentável do Brasil, LATAM Executive Officer of Tractebel Gás Engineering GmbH, Oil and Gas Executive of Leme Engenharia Ltda, Senior Business Development Manager of GDF Suez International, among others. On December 21, 2009, he was elected Chief Financial and Investor Relations Officer at ENGIE Brasil Energia. He is a permanent member of the Board of Directors of Itá Energética S.A., of Transportadora Aliança de Gás -S.A - TAG, and Energia Sustentável Do Brasil S.A.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Executive Board	05/05/2022	05/04/2025	Chief Executive Officer / Superintendent	05/05/2022	Yes	01/04/2010

Conviction:

Type of conviction	Description of Conviction

Name: EDUARDO TAKAMORI GUIYOTOKU **CPF:** 700.254.101-30 **Profession:** Engineer **Date of birth:** 01/30/1979

Professional background: Born on 01.30.1979, is an Electrical Engineer, a graduate of the Universidade Federal de Santa Catarina (UFSC), specialization in Energy Systems from UFSC and an MBA in Corporate Management from FGV - Fundação Getulio Vargas in Florianópolis/SC, regular student in Electrical Engineering at the Institut National Polytechnique (INPT - ENSEEIHT), Toulouse - France, from January 1999 to January 2000. He began his career at the Company in 2002, from January 2018 to 05.31.2023 he served as Manager of Regulatory and Market Affairs. From June 2013 to December 2017 was AI&FA Manager at GDF Suez Latin America. From January 2013 to January 2019, he was a member of the investment committee at PREVIG, the Company's employee pension fund. From March 2019 to March 2021 and from May 2022 to 2023, he was a director at Abraceel - Associação Brasileira das Comercializadoras de Energia. Since April 2019 he has been a member of the board of ABRATE - Brazilian Association of Energy Transmitters and since September 2019 he has been a member of the board of Abeeólica - Brazilian Association of Wind Energy and New Technologies.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Executive Board	08/08/2023	05/04/2025	Investors Relations Officer	09/01/2023	Yes	09/01/2023

Conviction:

Type of conviction	Description of Conviction

Name: FELISA DEL CARMEN ROS **Passport:** AAG542023 **Nationality:** Argentina **Profession:** Civil Engineer **Date of birth:** 07/13/1967

Professional background: Born on 07.13.1967, she is a civil engineer. In 1998, joined the ENGIE Group and in 2002 became Operation and Maintenance Manager at ENGIE Peru. Between 2007 and 2013, in Mexico, she became Regional Director at ENGIE in the Jalisco State and afterwards was nominated as Director of Support Activities at Corporate Headquarters at Mexico City. In 2013, she took a role as Vice President of Operation of the Electric plants in Mexico, Canada and United States. In 2016, at Peru, served as Director of Operations at ENGIE Energia Peru. In 2021, took over as Director of Operations for the Asia-Pacific region and then held the position of Vice President of Operations and Implementation of Infrastructure Projects for the Americas region at ENGIE. In 2022, she was nominated National and Natural Gas Transport and Distribution Operations Director at ENGIE México. In 2024, she was nominated as Networks Regional Director for the Americas, including Mexico, United States, Brazil, Peru and Chile.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Executive Board	04/25/2024	AGM 2026	Board of Directors (Alternate)	04/25/2024	Yes	04/25/2024

Conviction:

Type of conviction	Description of Conviction

Name: GABRIEL MANN DOS SANTOS **CPF:** 983.371.819-15 **Profession:** Engineer **Date of birth:** 09/18/1975

Professional background: Born on 09.18.1975. He graduated in Mechanical Engineering from the Federal University of Santa Catarina (UFSC), and in Business Administration from the University of the State of Santa Catarina (UDESC). He holds a master's degree in Mechanical Engineering (Thermal Sciences) from UFSC, and an MBA in Business Administration from the Dom Cabral Foundation, in association with the Kellog School of Management, USA. He joined Gerasul in 2001, where he worked at the Business Development Department with focus on new energy generation projects, including renewable energy. Subsequently, in 2009, he managed ENGIE Brasil's Energy Trading department, being responsible for energy sales and purchases in the free market, as well as for services and relationship with the company's industrial and commercial clients, and other market agents. From 2016 to 2018 he held the position of Trading and Innovation Chief Executive at ENGIE Brasil Participações Ltda., group holding in the country, being responsible for the commercial development of the BtoC segments (business for clients), BtoB (business to business), BtoT (business for cities and territories) and for the innovation activities of the company in the country. In the second semester of 2018 took over the position of Chief Commercialization Officer at Energia da ENGIE Brasil Energia S.A. being responsible for energy commercialization and trading activities, market intelligence and marketing.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Executive Board	05/05/2022	05/04/2025	Energy Commercialization Officer	05/05/2022	Yes	08/08/2018

Conviction:

Type of conviction	Description of Conviction

Name: GIL DE METHODIO MARANHÃO NETO **CPF:** 734.574.937-15 **Profession:** Engineer **Date of birth:** 01/18/1963

Professional background: Born on 01.18.1963, he holds a bachelor's degree in Civil Engineering from Veiga de Almeida, and an MBA in Finance from IBMEC. Currently, he is a member of the Group's Executive Committee in Brazil, responsible for Communications, Environment, Corporate Social Responsibility and Carbon areas. It also coordinates these areas at ENGIE's regional hub in South America. He joined the Engie Group in 1996, at Tractebel Energy and Gas International, headquarter in Belgium, as Delegated Manager for Brazil. He has worked in several other activities, such as business development, mergers and acquisitions, innovation, strategy and commercial and institutional relations, as well as on boards of ENGIE companies in Brazil. Currently, he is an alternate member of the Board of Directors at ENGIE Brasil Energia. He is also an elected member of the Board of Directors at International Hydropower Association, member of Rio de Janeiro City Council, and Officer of the Order of King Leopold of Belgium.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors (Alternate)	04/25/2024	Yes	04/26/2006

Conviction:

Type of conviction	Description of Conviction

Name: GUILHERME SLOVINSKI FERRARI **CPF:** 983.378.749-53 **Profession:** Engineer **Date of birth:** 10/28/1973

Professional background: Born on 10.28.1973, he holds a bachelor's degree in Mechanical Engineering from the Federal University of Santa Catarina (UFSC), and in Business Administration from the Superior School of Administration and Management (ESAG)/University of the State of Santa Catarina (UDESC); an MBA in Finance from the Brazilian Capital Market Institute (IBMEC); and an Executive MBA from the Dom Cabral Foundation (FDC). In his career, he worked in several areas before joining the Company, having performed the functions of Financial Manager and consultant for the ceramics segment. He joined the Company in 2007 as a Business Development Consultant, then, being responsible for Business Development Management and currently, hold the position of New Business Chief Officer of ENGIE Brasil, being also director of several controlled companies of the Company.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Executive Board	05/05/2022	05/04/2025	Other Officers – Chief New Business, Strategy and Innovation Officer	05/05/2022	Yes	08/15/2019

Conviction:

Type of conviction	Description of Conviction

Name: GUSTAVO HENRIQUE LABANCA NOVO **CPF:** 000.674.107-07 **Profession:** Engineer **Date of birth:** 03/05/1968

Professional background: Born on 03.05.1968. He holds a bachelor's degree in Electrical Engineer from Gama Filho University; an Executive MBA from COPPEAD (UFRJ); and a graduate degree in Enterprise and Projects Assessment from FGV-RJ. He joined the ENGIE Group in 1998. Since June, 2019 he is the CEO of TAG, having assumed in July/2021, the position of Head of Operations Brazil for GBU Networks (Global Infrastructure Business Unit) at ENGIE. He was Director of Business Development at ENGIE Brasil, responsible for organic growth (greenfield projects) and inorganic growth (M&A). Before that, held the position of de business development manager, financial analyst, senior finance manager, AIFA (Acquisitions, Investment & Financial Advisory) VP and Business Development VP at ENGIE. Labanca holds a bachelor's degree in Electrical Engineer from Gama Filho University. Graduated degree in Corporate Finance & Valuation by Fundação Getúlio Vargas (FGV - RJ), in Nuclear Engineering by ABDAN / ABDIB / COPPE from Universidade Federal do Rio de Janeiro (UFRJ) and Executive MBA at COPPEAD, UFRJ Business School.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors (Alternate)	04/25/2024	Yes	09/09/2019

Conviction:

Type of conviction	Description of Conviction

Name: JORGE MIGUEL DE BESSA MENEZES **CPF:** 837.714.927-34 **Profession:** Accountant **Date of birth:** 01/24/1966

Professional background: Born on January 24, 1966, he has a degree in Accounting Sciences, with an MBA (master's in business administration), in the area of Financial Control and Finance and Systems Analysis (PUCRJ). Studied English at ILAC International in Toronto (Canada). Worked at Retiro Baixo Energética S.A. (Cemig/Furnas) as Chief Executive Officer and at Walter Heuer Auditores Independentes he held the management position in the audit area. Currently he is internal auditor at Banco Clássico S.A.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Fiscal Council - Permanent	04/25/2024	AGM 2025	Fiscal Council (Alternate) elected by the minority shareholders	04/25/2024	No	04/26/2023

Conviction:

Type of conviction	Description of Conviction

Name: JOSÉ LUIZ JANSSON LAYDNER **CPF:** 481.767.029-00 **Profession:** Engineer **Date of birth:** 02/10/1961

Professional background: Born in 02.10.1961, he graduated in Mechanical Engineering from the Federal University of Santa Catarina (UFSC), and holds an MBA in Business Management from the Dom Cabral Foundation (State of Minas Gerais), and a Post-MBA from the Kellog Scholl of Management in conjunction with the Dom Cabral Foundation and the General Management Program of the European Continued Education Center (CEDEP/INSEAD), in Fontainebleau, France. He started his activities in Eletrosul in 1984 as head of the mechanic maintenance sector of the Alegrete Thermal Power Plant and, since then, he worked in several functions at said company. In 1999, he became a Manager at William Arjona and Jorge Lacerda A. Thermal Power Plants. In June 2003, he assumed the position of Thermal Generation Manager, being responsible for the Company's Thermal Power Plants. In November 2008, he was elected for the position of Trading and Business Officer at the Company, and, subsequently, he was Energy Trading Officer, a position he held until October 2011. From November 2011 to 05.06.2016, he was a Project Development and Implementation Officer at the Company. In 05.09.2016 he assumed the position of Operations Officer and, in January 20, 2021, he started as Chief Operation Officer at the Company, position held up until now.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Executive Board	05/05/2022	05/04/2025	Other Officers – Chief Operations Officer	05/05/2022	Yes	11/07/2008

Conviction:

Type of conviction	Description of Conviction

Name: KARIN KOOGAN BREITMAN **CPF:** 375.914.877-87 **Profession:** Engineer **Date of birth:** 04/18/1969

Professional background: Born on 04.18.1969. She holds a bachelor's degree in Electrical Engineering from the University of the State of Rio de Janeiro; a master's degree in Software Engineering from the Federal University of Rio de Janeiro; and a PhD in Computer Science from the Pontifical Catholic University of Rio de Janeiro. Throughout her career, she was a professor of Computer Science at PUC-Rio, where she led projects in conjunction with NASA, HP, IBM and Microsoft. Later on, she joined EMC and worked as vice-president and chief scientist for a period of four years. She is the author of over one hundred combined patents (Microsoft, EMC e Dell), books and scientific papers. He has served on the ACM Council of Professionals and as an expert at the European Commission and the Ministry of Science, Technology and Innovation in Brazil. She is a member of the Brazilian Computing Society, ACM and IEEE and currently serves on the Technical Advisory Board of the Research Data Alliance and COPPEAD and is a Director at Rio Tinto.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.She also declared that she meets all criteria provided for in the Novo Mercado Regulations, as defined in Article 16, paragraphs 1 and 2, regarding her compliance with the position of Independent Director.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors - Independent (Permanent)	04/25/2024	Yes	04/11/2018

Conviction:

Type of conviction	Description of Conviction

Name: LUCIANA MOURA NABARRETE **CPF:** 132.089.078-42 **Profession:** System Analyst **Date of birth:** 12/25/1972

Professional background: Born on 12.25.1972, she is a System Analyst. She holds a bachelor's degree in Data Processing from the Mackenzie Presbyterian University (Mackenzie/São Paulo), an MBA in Project Management from the Getúlio Vargas Foundation (FGV) and an Executive MBA from the Dom Cabral Foundation (FDC). She joined the Company in 2005 as an IT Infrastructure coordinator, and, subsequently, was responsible for the Information Technology and Digitalization department. She was also responsible for the Information Technology area of ENGIE Brasil as a whole. Throughout her career, she developed activities in several functions linked to Information Technology and Projects, having worked as an IT infrastructure specialist; coordinated multifunctional matrix teams; and managed large projects, both in multinational companies in São Paulo, and through consulting activities at major companies in the State of Santa Catarina. Currently, she is People, Processes and Sustainability Officer at ENGIE Brasil.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Executive Board	05/05/2022	04/05/2025	Other Officers – Administrative Officer	05/05/2022	Yes	11/01/2020

Conviction:

Type of conviction	Description of Conviction

Name: MANOEL ARLINDO ZARONI TORRES **CPF:** 115.116.056-34 **Profession:** Engineer **Date of birth:** 18/12/1949

Professional background: Born on 12.18.1949. He holds a bachelor's degree in Electrical Engineering from the Federal Engineering School of Itajubá (State of Minas Gerais), and a specialist degree in General Administration from CEDEP, which is associated with INSEAD, in Fontainebleau, France. In 2015, he attended the "Learning from the Chair" program – INSEAD – France. From 1973 to 1998, he worked at Furnas Centrais Elétricas S.A. (Furnas), and in 1998, he became a member of the executive board of ENGIE Brasil Energia S.A., in the position of Operations Officer. From 1999 to 2016, he was Chief Executive Officer of the Company and some Specific Purpose Companies ("SPE") controlled by the Company. He was a member of the Boards of Directors of Itá Energética S.A. and Eternit; chairman of the Plenary Board of Consórcio Machadinho's Management Committee; and member of the Superior Board for Strategic Formulation of the Industries of the State of Santa Catarina – FIESC. Currently, he is a member of the Boards of Directors of the Company and Energia Sustentável do Brasil.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21. He also declared that he meets all criteria provided for in the Novo Mercado Regulations, as defined in Article 16, paragraphs 1 and 2, regarding his compliance with the position of Independent Director.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors - Independent (Alternate)	04/25/2024	Yes	09/29/1998

Conviction:

Type of conviction	Description of Conviction

Name: MANOEL EDUARDO BOUZAN DE ALMEIDA **CPF:** 269.006.377-87 **Profession:** Accountant **Date of birth:** 04/03/1952

Professional background: Born on 04.03.1952, he holds a bachelor's degree in Accounting Sciences from Faculdades Integradas Simonsen, in Rio de Janeiro, having graduated in 1978. He worked in the industrial sector from 1969 to June 1995, having performed several administrative functions, and reached the positions of administrative and accounting manager. In the second half of 1995, he was invited to perform accountant functions in the Serra da Mesa energy project, developed by Serra da Mesa S.A., where he stayed until June 1998, when he joined the ENGIE Group to work as an accountant at the holding company, where he worked until his retirement, in late June 2011.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Fiscal Council - Effective	04/25/2024	AGM 2025	Fiscal Council (Alternate) Elect by the controlling shareholders	04/25/2024	Yes	04/26/2006

Conviction:

Type of conviction	Description of Conviction

Name: MANOEL EDUARDO LIMA LOPES **CPF:** 046.227.237-00 **Profession:** Accountant **Date of birth:** 07/07/1943

Professional background: Born on 07.07.1943. He holds a bachelor's degree in Accounting Sciences and Law from the University of the State of Rio de Janeiro. He was a General Auditor and Accounting & Control Superintendent at Banco do Estado do Rio de Janeiro S.A. (BANERJ); consultant and officer at Banco Clássico S.A.; Control Manager at IRB - Brasil Resseguros S.A.; and member of the Company's Fiscal Council until April 2020. Currently, he is an officer at Banco Clássico S.A.; an alternate of the Fiscal Council of Companhia de Gás do Rio de Janeiro; and a member of the Audit Committee of ENGIE Brasil Energia S.A. since May 2020.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21. He also declared that he meets all criteria provided for in the Novo Mercado Regulations, as defined in Article 16, paragraphs 1 and 2, regarding his compliance with the position of Independent Director.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors - Independent (Effective)	04/25/2024	No	07/17/2020

Conviction:

Type of conviction	Description of Conviction

Name: MÁRCIO DAIAN NEVES **CPF:** 021.952.369-06 **Profession:** Engineer **Date of birth:** 04/24/1976

Professional background: Born on 04.24.1976. He holds a bachelor's degree in Electrical Engineering from the Federal University of Santa Catarina, with 20 years of expertise in the electricity segment; MBAs in Business Management and Project Management; Executive MBA from the Dom Cabral Foundation; and specialization in People Management from SENAC. He started his career at the Company in 2000, when he coordinated the operations of Thermal Power Plants. He headed the structuring of management and operation processes in the first biomass and wind energy plants; managed the implementation of all operating wind farms; and the implementation of Gralha Azul Transmission Project. In 2021, he was nominated as Chief Implementation Officer.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Executive Board	05/05/2022	04/05/2025	Other Officers – Chief Implementation Officer	05/05/2022	Yes	01/20/2021

Conviction:

Type of conviction

Description of Conviction

Name: MARCOS KELLER AMBONI **CPF:** 910.214.729-72 **Profession:** Engineer **Date of birth:** 11/20/1974

Professional background: Born on 11.20.1974. He is an Electrical Engineer and holds a graduate degree and a master's degree from the Federal University of Santa Catarina (UFSC), and MBAs in Business Management from the Getúlio Vargas Foundation (FGV) and the Dom Cabral Foundation (FDC). He worked in the Company's Commercial Planning area from 2005 to 2011. In 2011, he assumed the Regulation and Market Department, where he stayed until 2017, when he took over the position of Trading Manager at EBE. As from 2019, he assumed the Company's Regulation and Market Office. Previously, he has developed activities in the sector, having started his career in the National Electric System Operator (ONS).
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Executive Board	05/05/2022	04/05/2025	Other Officers – Chief Regulation and Market Officer	05/05/2022	Yes	01/10/2019

Conviction:

Type of conviction	Description of Conviction

Name: MAURÍCIO STOLLE BÄHR **CPF:** 748.528.847-49 **Profession:** Engineer **Date of birth:** 09/17/1957

Professional background: Born on 09.17.1957, he holds a bachelor's degree in mechanical engineering from Gama Filho University (Rio de Janeiro), and in System Analysis from the Pontifical Catholic University of Rio de Janeiro. He holds an MBA from COPPEAD – Federal University of Rio de Janeiro (UFRJ), and in Corporate Finance from the University of Berkeley, in the United States of America (USA). He was a Financial Officer at Serra da Mesa Energia S.A. and Nacional Energética S.A. Currently, he is a Chief Executive Officer at ENGIE Brasil Participações Ltda., Chairman of the Board of Directors of ENGIE Brasil Energia, and Chairman of the Board of Directors of Energia Sustentável do Brasil S.A.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Chairman of the Board of Directors	04/25/2024	Yes	09/29/1998

Conviction:

Type of conviction	Description of Conviction

Name: PAULO DE RESENDE SALGADO **CPF:** 161.008.917-00 **Profession:** Economist **Date of birth:** 07/02/1945

Professional background: Born on 07.02.1954. He holds a bachelor's degree in Economic Science from the Cândido Mendes University of Rio de Janeiro; a graduate degree in "Finance Executive" from the Getúlio Vargas Foundation (FGV); and an MBA in the FGV-AID-USA Management Development and Capital Market Program. He was a Vice-President at Citibank; Investment Superintendent at Banco Econômico de Investimentos S.A.; and Underwriting and Privatization Officer at Banco Nacional S.A., where he participated in the project for privatization of "Light" and Companhia Siderúrgica Nacional (CSN). He was an Officer at Nacional Energética S.A. and IVEN S.A.; Chief Financial Officer at Nacional Energética S.A.; Economic Advisor at Agenda Corretora de Câmbio e Valores Mobiliários Ltda.; and member of the Fiscal Council of the Company.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21. He also declared that he meets all criteria provided for in the Novo Mercado Regulations, as defined in Article 16, paragraphs 1 and 2, regarding his compliance with the position of Independent Director.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Boar of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors - Independent (Effective)	04/25/2024	Yes	04/11/2018

Conviction:

Type of conviction	Description of Conviction

Name: PAULO JORGE TAVARES ALMIRANTE **Passport:** C621425 **Nationality:** Portugal **Profession:** Engineer **Date of birth:** 08/24/1964

Professional background: Born on 08/24/1964. He is an engineer and holds a master's degree in mechanical engineering from the Technical University of Lisbon. He graduated in management studies from the Catholic University of Lisbon and attended the global leadership development program at the London Business School. He has over 25 years of expertise in the electricity and gas industry. From 2005 to 2013, he was an international PLC officer for Iberia, being responsible for executive business management in Portugal and Spain. From 2013 until the beginning of 2016, he was CEO at Trustenergy, being in charge of the executive management of business at ENGIE Europe, in Portugal. He was a CEO at Portgás, a concessionaire responsible for the implementation of a natural gas system in 29 Portuguese municipalities. From 2016 to 2018, he was the CEO of the Generation Europe Business Unit, and worked as the Group's Chief Operations Officer from 2018 to 2021. Currently, he is a Senior Executive Vice-President at ENGIE, being responsible for renewable activities – Energy & Nuclear Management. Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors (Permanent)	04/25/2024	Yes	07/14/2016

Conviction:

Type of conviction	Description of Conviction

Name: PIERRE AUGUSTE GRATIEN LEBLANC **Passport:** 17EF48639 **Nationality:** France **Profession:** Administrator **Date of birth:** 08/06/1967

Professional background: Born on 08.06.1967, holds a degree in management by Bordeaux Business Management, France. In 1991, he was na Auditor at KPMG. Since 1995, held some positions at CARGILL and in 1999 became Financial Director. In 2004, he was Head of Internal Audit at GAZ DE FRANCE. In 2008, held several positions at GDF SUEZ and assumed the position of Vice President of performance and information technology in 2012. In 2014, moved to ENGIE B2C as Chief Financial Officer and Head of B2C. In 2016, he moved to GBS and currently holds the position of Global Head of Finance in GBS.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors (Alternate)	04/25/2024	Yes	04/25/2024

Conviction:

Type of conviction	Description of Conviction

Name: PIERRE JEAN BERNARD GUIOLLOT **Passport:** 12CE76848 **Nationality:** France **Profession:** Engineer **Date of birth:** 04/21/1968

Professional background: Born on 04/21/1968 and graduated in Public Services from the Sciences Po Paris. He joined ENGIE in 1997, where from 2004 until 2012 he was an accounting manager at ENGIE S.A. In 2013, he became a Financial Officer in the international division of ENGIE S.A., and a Deputy Financial Officer of the Group in 2016. In July 2021, he was appointed Financial Officer of ENGIE's Global Renewable Business Unit. He is also a member of the Board of Directors of GTT, an entity listed in France.

He declared that he had not suffered any: i) criminal conviction; ii) conviction in CVM administrative proceedings; or iii) final and unappealable conviction, in the sphere judicial or administrative, which have suspended them or disqualified them from carrying out any professional or commercial activity.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors (Permanent)	04/25/2024	Yes	04/14/2016

Conviction:

Type of conviction	Description of Conviction

Name: RAQUEL DA FONSECA CANTARINO **CPF:** 025.407.357-38 **Profession:** Administrator **Date of birth:** 10/16/1972

Professional background: Born on 10.16.72, she holds a bachelor's degree in law from Estácio de Sá University, and in Business Administration from Bennett University, and a graduate degree in Financial Management from FGV. She was an O&M Analyst at Federal de Seguros S.A. from 1991 to 1997. Currently, she is Executive Vice-President at Banco Clássico S.A., accompanying and controlling the financial operations of purchase and sale of securities, fixed income, stock exchange and investment fund, obeying the operational policy determined by the Presidency.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21. She also declared that she meets all criteria provided for in the Novo Mercado Regulations, as defined in Article 16, paragraphs 1 and 2, regarding her compliance with the position of Independent Director.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors - Independent (Effective)	04/25/2024	No	09/09/2019

Conviction:

Type of conviction	Description of Conviction

Name: RUBENS JOSÉ NASCIMENTO **CPF:** 564.610.629-04 **Profession:** Engineer **Date of birth:** 12/11/1963

Professional background: Born on 12.11.1963. He holds a bachelor's degree in Electrical Engineering from the Federal University of Santa Catarina (UFSC); an MBA in Business Management from the Getúlio Vargas Foundation (FGV); and a graduate degree in Quality and Productivity Management from the University of the South of Santa Catarina (UNISUL). He started his career at Eletrosul in 1987 as a Power Plant Maintenance engineer. In 1998, after the migration to Gerasul, he became a member of the Operations and Maintenance Department. In 2000, he started to coordinate countrywide System maintenance actions. In 2011, he became a Manager of Tractebel Energia's Systems Maintenance area. We was a permanent member of the Decision-Making Board of Previg Sociedade de Previdência Complementar, an entity sponsored by Engie Brasil Energia. Currently, he is Manager of Engie Brasil Energia's Systems Assets Maintenance Engineering Organization Unit. Between 2020 and 2022, he was an alternate member of the Board of Directors of EBE, being reappointed to the post for the biennium 2022/2024.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors (Member)	04/25/2024	Yes	04/28/2020

Conviction:

Type of conviction	Description of Conviction

Name: SOPHIE BRIGITTE SYLVIANE ANGRAND QUARRÉ DE VERNEUIL **Passport:** 21EC15602 **Profession:** Geographer **Date of birth:** 05/29/1980

Professional background: Born on 05.29.1980, geographer, started her career in 2004 as a Management Consultant at Capgemini Consulting, mainly in charge of HR transformation projects for big Groups such as BP, the Frech naval Group DCN and French Defense Ministry. She joined the ENGIE Group in 2008, as Head of HR. After contributing for five years to the transformation of the BtoC activities in France, notably as Director of Customer Services, she came back to the HR line in 2019, combining the responsibilities of HR Director and Director of Communication for the Business Unit France Networks. In January 2020, Sophie joined ENGIE Solutions as Transformation Director, also in charge of strategy and communication. In 2021, she was appointed as Human Resources, Communication and Health&Safety Director for GBU Networks and, in May 2023, assumed his current position as VP of HR for South America and Head of HR in Brazil.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/25/2024	AGM 2026	Board of Directors (Permanent)	04/25/2024	Yes	04/25/2024

Conviction:

Type of conviction	Description of Conviction

Name: SYLVIE MARIE VICENTE EP. CREDOT **Passport:** 21CK23382 **Nationality:** Italy **Profession:** Lawyer **Date of birth:** 11/16/1976

Professional background: Born on 11.16.1976. She holds a bachelor's degree in Law, and in 2003 was approved in the exam that is equivalent to the Bar Association exam, in Paris. From 2013 to 2018, she was a General Director and Ethics Officer, Corporate Secretary and HR Officer at Storengy, a company in charge of the Underground Gas Storage activities carried out by the ENGIE Group. From 2018 to July 2021, she was General Director and Ethics Officer at ENGIE GBS Legal. Currently, she is a Legal Counsel and Ethics Officer at ENGIE Group's Global Renewable Business Unit.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Board of Directors - Permanent	04/24/2024	AGM 2026	Board of Directors (Alternate)	04/25/2024	Yes	09/23/2021

Conviction:

Type of conviction	Description of Conviction

Name: VESPASIANO PINTO SALERNO **CPF:** 552.435.097-87 **Profession:** Accountant **Date of birth:** 01/25/1960

Professional background: Born on 01.25.1960. He holds a bachelor's degree in Accounting Science from the Gama Filho University and a graduate degree in Foreign Trade from the Fundação de Comércio Exterior, having attended professional extension courses at Ibmec, FGV, ESAD, FEBRABAN and KPMG (BNSA Training Center). He specializes in financial, operational and accounting valuation, Analysis, and Credit Risk Audit and Valuation of companies involving funding in different markets for operational investments, capitalization or financial return, or cash coverage purposes.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Fiscal Council - Permanent	04/25/2024	AGM 2025	Fiscal Council (Alternate) Elected by the controlling shareholder	04/25/2024	Yes	04/28/2020

Conviction:

Type of conviction	Description of Conviction

Name: WALTAMIR BARREIROS **CPF:** 242.690.507-72 **Profession:** Accountant **Date of birth:** 08/04/1953

Professional background: Born on 08.04.1953. He holds a bachelor's degree in Accounting Science from the Federal University of Santa Catarina (UFSC), and a graduate degree in Audit from UFSC. He is the president of the Fiscal Council of Energia Sustentável do Brasil (ESBR) since May 2008, and member and Assets Officer of the Academia Catarinense de Ciências Contábeis. We worked at Eletrosul – a company that originated Gerasul in 1997, currently ENGIE Brasil Energia – from March 1975 to December 1997, having performed several functions in the accounting/tax area, and as Manager of the Accounting Department. He was Manager of the Accounting Department of ENGIE Brasil Energia from December 1997 to May 2005, and Manager of the Tax Governance Department from May 2005 to April 2014. From August 1985 to February 2015, he was a professor at the Accounting Science Department of the Federal University of Santa Catarina (UFSC), under a 20-hour regime. He was a Permanent Director of the Administrative Tax Appeals Council (CARF) from September 2015 to August 2016; member of the Chamber for Tax and Legislation Affairs of the Industry Federation of the State of Santa Catarina (FIESC); and permanent member of the Fiscal Council of the Eletrosul de Previdência e Assistência Social (ELOS) Foundation, of the Electricity Research Center (Cepel) and of the Brazilian Association of Energy Concessionaries (ABCE).
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Management body:

Management body	Election date	Term of office	Elective office held	Date of investiture	Elected by the controlling shareholder	Date of the first term of office
Fiscal Council - Permanent	04/25/2024	AGM 2025	President of the Fiscal Council elected by the controlling shareholder	04/25/2024	Yes	04/11/2018

Conviction:

Type of conviction	Description of Conviction

7.4 Composition of Committees

Name: CARLA CARVALHO DE CARVALHO **CPF:** 863.499.377-91 **Profession:** Lawyer **Date of birth:** 12/18/1965

Professional background: Born on 12.18.1965. Lawyer. She holds a bachelor's degree from the Fluminense Federal University – UFF; a post-graduate degree in Tax Law from the Estácio de Sá University; an Executive MBA from COPPEAD-UFRJ; and a post-graduate degree in Civil Law from the Escola Superior de Advocacia of OAB/RJ (Brazilian Bar Association, Rio de Janeiro Chapter). She was an advisor in the Financial Market, Capital Market and Corporate Finance areas of Banco Nacional S.A.; advisor in the Controllership of Banco Boa Vista; legal advisor of Serra da Mesa Energia S.A. during the implementation of UHE Serra da Mesa; Legal Superintendent of GDF Suez Energy Brasil Ltda.; and member of the Environment Committee of the French-Brazilian Chamber. She is a member of the Audit Committee of Engie Brasil Energia S.A. since May 2020, and was re-elected as a member of the Audit Committee in May 2022.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Committees:

Committee type	Audit Type	Position held	Date of investiture	Term of office	Description of other position held	Election Date	Elected by the controlling shareholder	Date of the first office
Audit Committee	Statutory Audit Committee, adhering to CVM Resolution No. 23/21	Committee Member (Effective)	05/05/2022	05/04/2024		05/05/2022	Yes	05/14/2020

Conviction:

Type of conviction	Description of Conviction

Name: DIRK ACHIEL MARC BEEUWSAERT **Passport:** EP293989 **Nationality:** Belgian **Profession:** Engineer **Date of birth:** 01/14/1948

Professional background: Born on 01.14.1948. He graduated in Mechanical and Electrical Engineering from the University of Ghent (Belgium). He attended the CEDEP Management Program in Fontainebleau, France. In 1990, he was Head of conventional power generation at Electrabel, being appointed for Electrabel's Management Committee, and for Chairman of the Work Board of Recybel. He was an officer in several companies. In 2000, he became a CEO at Tractebel Electricity & Gas International, and member of the Tractebel General Management Committee. In 2003, he was also appointed as executive vice-president of SUEZ. In 2009, he became an executive vice-president at GDF SUEZ. He was appointed Chairman of the International Power Board in 2011, and in 2013, he became an Advisor to Gérard Mestralletat, GDF SUEZ Chairman and CEO. In 2013, he became the CEO of European Energy's business line. In 2015, he resigned from ENGIE, and from the position of CEO at Electrabel. Currently, he is a member of the Company's Board of Directors and Strategic Committee; a manager at Beeuwsaert Management CV; a member of the board of Tplus in Russia since 2014; and vice-president of AMEA's investment committee in Abu Dhabi since 2017.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21. He also declared that he meets all criteria provided for in the Novo Mercado Regulations, as defined in Article 16, paragraphs 1 and 2, regarding his compliance with the position of Independent Director.

Committees:

Committee type	Audit Type	Position held	Date of investiture	Term of office	Description of other position held	Election Date	Elected by the controlling shareholder	Date of the first office
Other Committees		Committee Member (Effective)	03/15/2001	Undetermined	Strategic Committee	03/15/2001	Yes	03/15/2001

Conviction:

Type of conviction	Description of Conviction

Name: EDUARDO ANTONIO GORI SATTAMINI **CPF:** 821.111.117-91 **Profession:** Economist **Date of birth:** 02/08/1965

Professional background:

Eduardo Sattamini graduated in Economics from the Pontifical Catholic University of Rio de Janeiro, where he also completed his master's degree in Business Administration, with specialization in Finance. He holds a master's degree in Management (Master in Management) from the University of London, where he attended the Sloan Fellowship Master Programme at the London Business School. He worked in the naval area, having performed several managerial functions in shipping companies, shipyards and maritime support, among them Superintendent at Metalnave S.A. and Chief Financial Officer at Indústrias Verolme-Ishibras S.A. Joined ENGIE Group in 2000, working in management, business development and finance areas. Held the position of Chief Executive Officer of Energia Sustentável do Brasil, LATAM Executive Officer of Tractebel Gás Engineering GmbH, Oil and Gas Executive of Leme Engenharia Ltda, Senior Business Development Manager of GDF Suez International, among others. On December 21, 2009, he was elected Chief Financial and Investor Relations Officer at ENGIE Brasil Energia. He is a permanent member of the Board of Directors of Itá Energética S.A., of Transportadora Aliança de Gás -S.A - TAG, and Energia Sustentável Do Brasil S.A. He has been the Chief Executive and Investors Relations Officer at ENGIE Brasil Energia S.A since July 2016.

Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Committee:

Committee type	Audit Type	Position held	Date of investiture	Term of office	Description of other position	Description of another position/ function	Election date	Elected by the controlling shareholder	Date of the first office
Other comittees		Other	09/12/2016	Undetermined	Strategic Committee Coordinator	Chief Executive Officer and Investor Relations and responsible for the Internal Audit area	09/12/2016	Yes	09/12/2016

Conviction:

Type of conviction	Description of Conviction

Name: EDUARDO TAKAMORI GUIYOTOKU **CPF:** 700.254.101-30 **Profession:** Engineer **Date of Birth:** 01/30/1979

Professional Backgroud: Born on 01.30.1979, is an Electrical Engineer, a graduate of the Universidade Federal de Santa Catarina (UFSC), specialization in Energy Systems from UFSC and an MBA in Corporate Management from FGV - Fundação Getulio Vargas in Florianópolis/SC, regular student in Electrical Engineering at the Institut National Polytechnique (INPT - ENSEEIHT), Toulouse - France, from January 1999 to January 2000. He began his career at the Company in 2002, from January 2018 to 05.31.2023 he served as Manager of Regulatory and Market Affairs. From June 2013 to December 2017 was AI&FA Manager at GDF Suez Latin America. From January 2013 to January 2019, he was a member of the investment committee at PREVIG, the Company's employee pension fund. From March 2019 to March 2021 and from May 2022 to 2023, he was a director at Abraceel - Associação Brasileira das Comercializadoras de Energia. Since April 2019 he has been a member of the board of ABRATE - Brazilian Association of Energy Transmitters and since September 2019 he has been a member of the board of Abeeólica - Brazilian Association of Wind Energy and New Technologies.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Committees:

Committee type	Audit Type	Position held	Date of investiture	Term of office	Description of other committees	Description of other position held	Election Date	Ellected by the controlling shareholder	Date of the first office
Financial Committee		Committee Member (Permanent)	06/01/2023	Undetermined			06/01/2023	Yes	06/01/2023

Conviction:

Type of conviction	Description

Name: GUSTAVO HENRIQUE LABANCA NOVO **CPF:** 000.674.107-07 **Profession:** Engineer **Date of birth:** 03/05/1968

Professional background:

Born on 03.05.1968. He holds a bachelor's degree in Electrical Engineer from Gama Filho University; an Executive MBA from COPPEAD (UFRJ); and a graduate degree in Enterprise and Projects Assessment from FGV-RJ. He joined the ENGIE Group in 1998. Since June, 2019 he is the CEO of TAG, having assumed in July/2021, the position of Head of Operations Brazil for GBU Networks (Global Infrastructure Business Unit) at ENGIE. He was Director of Business Development at ENGIE Brasil, responsible for organic growth (greenfield projects) and inorganic growth (M&A). Before that, held the position of de business development manager, financial analyst, senior finance manager, AIFA (Acquisitions, Investment & Financial Advisory) VP and Business Development VP at ENGIE. Labanca holds a bachelor's degree in Electrical Engineer from Gama Filho University. Graduated degree in Corporate Finance & Valuation by Fundação Getúlio Vargas (FGV - RJ), in Nuclear Engineering by ABDAN / ABDIB / COPPE from Universidade Federal do Rio de Janeiro (UFRJ) and Executive MBA at COPPEAD, UFRJ Business School.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Committee:

Committee type	Audit Type	Position held	Date of investiture	Term of office	Description of other position held	Election date	Elected by the controlling shareholder	Date of the first office
Other Committees		Committee Member (Permanent)	05/05/2016	Undetermined	Strategic Committee	05/05/2016	Yes	05/05/2016

Conviction:

Type of conviction	Description of Conviction

Name: MANOEL EDUARDO LIMA LOPES **CPF:** 046.227.237-00 **Profession:** Accountant **Date of birth:** 07/07/1943

Professional background: Born on 07.07.1943. He holds a bachelor's degree in Accounting Sciences and Law from the University of the State of Rio de Janeiro. He was a General Auditor and Accounting & Control Superintendent at Banco do Estado do Rio de Janeiro S.A. (BANERJ); consultant and officer at Banco Clássico S.A.; Control Manager at IRB - Brasil Resseguros S.A.; and member of the Company's Fiscal Council until April 2020. Currently, he is an officer at Banco Clássico S.A.; an alternate of the Fiscal Council of Companhia de Gás do Rio de Janeiro; and a member of the Audit Committee of ENGIE Brasil Energia S.A. since May 2020.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21. He also declared that he meets all criteria provided for in the Novo Mercado Regulations, as defined in Article 16, paragraphs 1 and 2, regarding his compliance with the position of Independent Director.

Committee:

Committee type	Audit Type	Position held	Date of investiture	Term of office	Description of other position held	Election date	Elected by the controlling shareholder	Date of the first office
Audit Committee	Statutory Audit Committee, adhering to CVM Resolution No. 23/21	Member of the committee (Permanent)	05/05/2022	04/05/2024		05/05/2022	Yes	05/05/2022

Conviction:

Type of conviction	Description of Conviction

Name: MAURÍCIO STOLLE BÄHR **CPF:** 748.528.847-49 **Profession:** Engineer **Date of birth:** 09/17/1957

Professional background:

Born on 09/17/1957, he holds a bachelor's degree in Mechanical Engineering from Gama Filho University (Rio de Janeiro), and in System Analysis from the Pontifical Catholic University of Rio de Janeiro. He holds an MBA from COPPEAD – Federal University of Rio de Janeiro (UFRJ) and in Corporate Finance from the University of Berkeley, in the United States of America (USA). He was a Financial Officer at Serra da Mesa Energia S.A. and Nacional Energética S.A. Currently, he is a Chief Executive Officer at ENGIE Brasil Participações Ltda., Chairman of the Board of Directors of ENGIE Brasil Energia, and Chairman of the Board of Directors of Energia Sustentável do Brasil S.A.

Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Committee:

Committee type	Audit Type	Position held	Date of investiture	Term of office	Description of other position held	Election date	Elected by the controlling shareholder	Date of the first office
Other Committees		Committee Member (Permanent)	06/25/1999	Undetermined	Strategic Committee	06/25/1999	Yes	06/25/1999

Conviction:

Type of conviction	Description of Conviction

Name: PAULO DE RESENDE SALGADO **CPF:** 161.008.917-00 **Profession:** Economist **Date of birth:** 07/02/1945

Professional background:

Born on 07.02.1954. He holds a bachelor's degree in Economic Science from the Cândido Mendes University of Rio de Janeiro; a graduate degree in "Finance Executive" from the Getúlio Vargas Foundation (FGV); and an MBA in the FGV-AID-USA Management Development and Capital Market Program. He was a Vice-President at Citibank; Investment Superintendent at Banco Econômico de Investimentos S.A.; and Underwriting and Privatization Officer at Banco Nacional S.A., where he participated in the project for privatization of "Light" and Companhia Siderúrgica Nacional (CSN). He was an Officer at Nacional Energética S.A. and IVEN S.A.; Chief Financial Officer at Nacional Energética S.A.; Economic Advisor at Agenda Corretora de Câmbio e Valores Mobiliários Ltda.; and member of the Fiscal Council of the Company.
Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21. He also declared that he meets all criteria provided for in the Novo Mercado Regulations, as defined in Article 16, paragraphs 1 and 2, regarding his compliance with the position of Independent Director.

Committee:

Committee type	Audit Type	Position held	Date of investiture	Term of office	Description of other position	Description of another position/ function	Election date	Elected by the controlling shareholder	Date of the first office
Audit comittee	Statutory Audit Committee, adhering to CVM Resolution No. 23/21	Others	05/05/2022	05/04/2024	Strategic Committee Coordinator	Coordinator of the Audit Committee and Independent Effective Member of the Board of Directors	05/05/2022	Yes	05/14/2020

Conviction:

Type of conviction	Description of Conviction

Name: PAULO JORGE TAVARES ALMIRANTE **Passport:** C621425 **Nationality:** Portugal **Profession:** Engineer **Date of birth:** 08/24/1964

Professional background:

Born on 08.24.1964. He is an engineer and holds a master's degree in Mechanical Engineering from the Technical University of Lisbon. He graduated in management studies from the Catholic University of Lisbon, and attended the global leadership development program at the London Business School. He has over 25 years of expertise in the electricity and gas industry. From 2005 to 2013, he was an international PLC officer for Iberia, being responsible for executive business management in Portugal and Spain. From 2013 until the beginning of 2016, he was CEO at Trustenergy, being in charge of the executive management of business at ENGIE Europe, in Portugal. He was a CEO at Portgás, a concessionaire responsible for the implementation of a natural gas system in 29 Portuguese municipalities. From 2016 to 2018, he was the CEO of the Generation Europe Business Unit, and worked as the Group's Chief Operations Officer from 2018 to 2021. Currently, he is a Senior Executive Vice-President at ENGIE, being responsible for renewable activities – Energy & Nuclear Management. He was also a member of Portugal's energy regulation advisory committee. He is the vice-president of the Portuguese electricity industry association.

Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Committee:

Committee type	Audit Type	Position held	Date of investiture	Term of office	Description of other position held	Election date	Elected by the controlling shareholder	Date of the first office
Other Committees		Committee Member (Permanent)	07/24/2016	Undetermined	Strategic Committee	07/24/2016	Yes	07/24/2016

Conviction:

Type of conviction	Description of Conviction

Name: PIERRE JEAN BERNARD GUIOLLOT **Passport:** 12CE76848 **Nationality:** France **Profession:** Engineer **Date of birth:** 04/21/1968

Professional background:

Born on 04/21/1968 and graduated in Public Services from the Sciences Po Paris. He joined ENGIE in 1997, where from 2004 to 2012 he was an accounting manager at ENGIE S.A. In 2013, he became a Financial Officer in the international division of ENGIE S.A., and a Deputy Financial Officer of the Group in 2016. In July 2021, he was appointed Financial Officer of ENGIE's Global Renewable Business Unit. He is also a member of the Board of Directors of GTT, an entity listed in France.

He declared that he had not suffered any: i) criminal conviction; ii) conviction in CVM administrative proceedings; or iii) final and unappealable conviction, at the judicial or administrative level, which has suspended or disqualified them from carrying out any professional or commercial activity.

Committee:

Committee type	Audit Type	Position held	Date of investiture	Term of office	Description of other position held	Election date	Elected by the controlling shareholder	Date of the first office
Other Committees		Committee Member (Permanent)	05/05/2016	Undetermined	Strategic Committee	05/05/2016	Yes	05/05/2016

Conviction:

Type of conviction	Description of Conviction

Name: SOPHIE BRIGITTE SYLVIANE ANGRAND QUARRÉ DE VERNEUIL **Passport:** 21EC15602 **Nationality:** France **Profession:** Geographer **Date of birth:** 05/29/1980

Professional background:

Born on 05.29.1980, geographer, started her career in 2004 as a Management Consultant at Capgemini Consulting, mainly in charge of HR transformation projects for big Groups such as BP, the Frech naval Group DCN and French Defense Ministry. She joined the ENGIE Group in 2008, as Head of HR. After contributing for five years to the transformation of the BtoC activities in France, notably as Director of Customer Services, she came back to the HR line in 2019, combining the responsibilities of HR Director and Director of Communication for the Business Unit France Networks. In January 2020, Sophie joined ENGIE Solutions as Transformation Director, also in charge of strategy and communication. In 2021, she was appointed as Human Resources, Communication and Health&Safety Director for GBU Networks and, in May 2023, assumed his current position as VP of HR for South America and Head of HR in Brazil.

Declares that: (i) it has not been subject, in the last five years, to a criminal conviction, conviction in an administrative proceeding by the CVM, BACEN or SUSEP, and a final and unappealable conviction, in the judicial sphere or subject to a final administrative decision, that has suspended or disqualified him from carrying out professional or commercial activity; and (ii) is not considered a politically exposed person, under the terms of CVM Resolution No. 50/21.

Committee:

Committee type	Audit Type	Position held	Date of investiture	Term of office	Description of other position held	Election date	Elected by the controlling shareholder	Date of the first office
Other Committees		Committee Member (Permanent)	08/08/2023	Undetermined	Strategic Committee	08/08/2023	Yes	08/08/2023

7.5 Family relationships

Justification for not filing this item:

There are no such relationships described above between the managers, appointed by the Controlling Shareholder; between the managers of the Company and the managers of its subsidiaries, whether direct or indirect; between the managers of the Company or its subsidiaries, whether direct or indirect, and direct or indirect controlling shareholders of the Company; and between the managers of the Company and those of the Company's parent companies, whether direct or indirect.

7.6 Relationships of Subordination, Rendering of Services or Control

Identification	CPF/CNPJ	Type of Manager's relationship with the related party	Type of related party
Position/Function	**Passaport**	**Nationality**	

Fiscal Year ended 12/31/2022

Manager of the Issuer			
EDUARDO ANTONIO GORI SATTAMINI	821.111.117-91	Control	Direct Subsidiary
Chief Executive Officer and Investor Relations Officer	N/A	Brazilian - Brazil	
Related Party			
Itá Energética S.A. (Itasa)	01.355.994/0001-21		
Member of the Board of Directors	N/A	Brazilian - Brazil	
Note			
The Company is a joint controlling shareholder of Itasa, with a 48.75% stake in its capital.			
Manager of the Issuer			
EDUARDO ANTONIO GORI SATTAMINI	821.111.117-91	Control	Direct Subsidiary
Chief Executive Officer and Investor Relations Officer	N/A	Brazilian - Brazil	
Related Party			
TRANSPORTADORA ASSOCIADA DE GÁS S.A. (TAG)	06.248.349/0001-23		
Member of the Board of Directors	N/A	Brazilian - Brazil	
Note			
The Company is a direct controlling shareholder of TAG, with a 32.50% stake in its capital.			
Manager of the Issuer			
José Luiz Jansson Laydner	481.767.029-00	Control	Indirect subsidiary
Chief Operations Officer	N/A	Brazilian - Brazil	
Related Party			
Ibitiúva Bioenergética S.A. (Ibitiúva)	09.541.336/0001-36		
Permanent member of the Board of Directors and Chief Executive Officer	N/A	Brazilian - Brazil	
Note			
The Company is an indirect controlling shareholder of Ibitiúva, with a 95% stake in its capital.			

7.6 Relationships of Subordination, Rendering of Services or Control

Identification	CPF/CNPJ	Type of Manager's relationship with the related party	Type of related party
Position/Function	**Passaport**	**Nationality**	
Manager of the Issuer			
José Luiz Jansson Laydner	481.767.029-00	Control	Direct Subsidiary
Chief Operations Officer	N/A	Brazilian - Brazil	
Related Party			
Itá Energética S.A. (Itasa)	01.355.994/0001-21		
Permanent member of the Board of Directors	N/A	Brazilian - Brazil	
Note			
The Company is a joint controlling shareholder of Itasa, with a 48.75% stake in its capital.			
Manager of the Issuer			
Luciana Moura Nabarrete	132.089.078-42	Control	Direct Subsidiary
Managing Director	N/A	Brazilian - Brazil	
Related Party			
Ibitiúva Bioenergética S.A. (Ibitiúva)	09.541.336/0001-36		
Alternate member of the Board of Directors	N/A	Brazilian - Brazil	
Note			
The Company is an indirect controlling shareholder of Ibitiúva, with a 95% stake in its capital.			
Manager of the Issuer			
Guilherme Slovinski Ferrari	983.378.749-53	Control	Direct Subsidiary
New Business Officer	N/A	Brazilian - Brazil	
Related Party			
Ibitiúva Bioenergética S.A. (Ibitiúva)	09.541.336/0001-36		
Alternate member of the Board of Directors	N/A	Brazilian - Brazil	
Note			
The Company is an indirect controlling shareholder of Ibitiúva, with a 95% stake in its capital.			
Manager of the Issuer			
Pierre Jean Bernard Guiollot		Control	Indirect Controlling Shareholder

7.6 Relationships of Subordination, Rendering of Services or Control

Identificação	CPF/CNPJ	Type of Manager's relationship with the related party	Type of related party
Cargo/Função	**Passaport**	**Nationality**	
Permanent member of the Board of Directors	N/A	Brazilian - Brazil	
Related Party			
ENGIE S.A.	00.000.000/0000-00		
Chief Financial Officer of the Renewables Business Unit	N/A	Brazilian - Brazil	
Note			
Manager of the Issuer			
Richard Jacques Dumas	716.282.861-21	Control	Direct Controlling Shareholder
Alternate member of the Board of Directors	N/A	Brazilian - Brazil	
Related Party			
ENGIE Brasil Participações Ltda.	01.370.013/0001-15		
Chief Financial Officer	N/A	Brazilian - Brazil	
Note			
Manager of the Issuer			
Simone Cristina de Paola Barbieri	149.142.418-46	Control	Direct Controlling Shareholder
Permanent member of the Board of Directors	N/A	Brazilian - Brazil	
Related Party			
ENGIE Brasil Participações Ltda.	01.370.013/0001-15		
People & Culture Officer	N/A	Brazilian - Brazil	
Note			
Manager of the Issuer			
Maurício Stolle Bähr	748.528.847-49	Control	Direct Controlling Shareholder
Chairman of the Board of Directors	N/A	Brazilian - Brazil	
Related Party			
ENGIE Brasil Participações Ltda.	01.370.013/0001-15		

7.6 Relationships of Subordination, Rendering of Services or Control

Identificação	CPF/CNPJ	Type of Manager's relationship with the related party	Type of related party
Cargo/Função	**Passaport**	**Nationality**	
Chief Executive Officer	N/A	Brazilian - Brazil	
Note			
Manager of the Issuer			
Paulo Jorge Tavares Almirante		Control	Indirect Controlling Shareholder
Vice-President of the Board of Directors	N/A	Brazilian - Brazil	
Related Party			
ENGIE S.A.	00.000.000/0000-00		
Renewables Executive Vice-President	N/A	Brazilian - Brazil	
Note			
Manager of the Issuer			
Sylvie Marie Vicente ep. Credot		Control	Indirect Controlling Shareholder
Alternate member of the Board of Directors	N/A	Brazilian - Brazil	
Related Party			
ENGIE S.A.	00.000.000/0000-00		
Legal and Ethics Director of the Renewables Business Unit	N/A	Brazilian - Brazil	
Note			

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Manager of the Issuer			
Luciana Moura Nabarrete	132.089.078-42	Control	Direct Subsidiary
Managing Director	N/A	Brazilian - Brazil	
Related Party			
Ibitiúva Bioenergética S.A. (Ibitiúva)	09.541.336/0001-36		
Alternate member of the Board of Directors	N/A	Brazilian - Brazil	

7.6 Relationships of Subordination, Rendering of Services or Control

Identificação	CPF/CNPJ	Type of Manager's relationship with the related party	Type of related party
Cargo/Função	**Passaport**	**Nationality**	
Note			
The Company is an indirect controlling shareholder of Ibitiúva, with a 95% stake in its capital.			
Manager of the Issuer			
Simone Cristina de Paola Barbieri	149.142.418-46	Control	Direct Controlling Shareholder
Permanent member of the Board of Directors	N/A	Brazilian - Brazil	
Related Party			
ENGIE Brasil Participações Ltda.	01.370.013/0001-15		
People & Culture Officer	N/A	Brazilian - Brazil	
Note			
Manager of the Issuer			
José Luiz Jansson Laydner	481.767.029-00	Control	Indirect subsidiary
Chief Operations Officer	N/A	Brazilian - Brazil	
Related Party			
Ibitiúva Bioenergética S.A. (Ibitiúva)	09.541.336/0001-36		
Permanent member of the Board of Directors and Chief Executive Officer	N/A	Brazilian - Brazil	
Note			
The Company is an indirect controlling shareholder of Ibitiúva, with a 95% stake in its capital.			
Manager of the Issuer			
José Luiz Jansson Laydner	481.767.029-00	Control	Direct Subsidiary
Chief Operations Officer	N/A	Brazilian - Brazil	
Related Party			
Itá Energética S.A. (Itasa)	01.355.994/0001-21		
Alternate member of the Board of Directors	N/A	Brazilian - Brazil	
Note			
The Company is a joint controlling shareholder of Itasa, with a 48.75% stake in its capital.			

7.6 Relationships of Subordination, Rendering of Services or Control

Identificação	CPF/CNPJ	Type of Manager's relationship with the related party	Type of related party
Cargo/Função	**Passaport**	**Nationality**	
Manager of the Issuer			
Richard Jacques Dumas	716.282.861-21	Control	Direct Controlling Shareholder
Alternate member of the Board of Directors	N/A	Brazilian - Brazil	
Related Party			
ENGIE Brasil Participações Ltda.	01.370.013/0001-15		
Chief Financial Officer	N/A	Brazilian - Brazil	
Note			
Manager of the Issuer			
Gil de Methodio Maranhão Neto	734.574.937-15	Control	Direct Subsidiary
Alternate member of the Board of Directors	N/A	Brazilian - Brazil	
Related Party			
Itá Energética S.A. (Itasa)	01.355.994/0001-21		
Alternate member of the Board of Directors	N/A	Brazilian - Brazil	
Note			
The Company is a joint controlling shareholder of Itasa, with a 48.75% stake in its capital.			
Manager of the Issuer			
Maurício Stolle Bähr	748.528.847-49	Control	Direct Controlling Shareholder
Chairman of the Board of Directors	N/A	Brazilian - Brazil	
Related Party			
ENGIE Brasil Participações Ltda.	01.370.013/0001-15		
Chief Executive Officer	N/A	Brazilian - Brazil	
Note			
Manager of the Issuer			
EDUARDO ANTONIO GORI SATTAMINI	821.111.117-91	Control	Direct Subsidiary
Chief Executive Officer and Investor Relations Officer	N/A	Brazilian - Brazil	

7.6 Relationships of Subordination, Rendering of Services or Control

Identificação	CPF/CNPJ	Type of Manager's relationship with the related party	Type of related party
Cargo/Função	**Passaport**	**Nationality**	
Related Party			
Itá Energética S.A. (Itasa)	01.355.994/0001-21		
Vice-President of the Board of Directors	N/A	Brazilian - Brazil	
Note			
The Company is a joint controlling shareholder of Itasa, with a 48.75% stake in its capital.			
Manager of the Issuer			
Gabriel Mann dos Santos	983.371.819-15	Control	Direct Subsidiary
Energy Trading Officer	N/A	Brazilian - Brazil	
Related Party			
ENGIE Geração Solar Distribuída S.A. (EGSD)	24.564.686/0001-01		
Member of the Board of Directors	N/A	Brazilian - Brazil	
Note			
EBE is a direct controlling shareholder of EGSD, with a 99.99% stake in its capital.			
Manager of the Issuer			
Guilherme Slovinski Ferrari	983.378.749-53	Control	Direct Subsidiary
New Business Officer	N/A	Brazilian - Brazil	
Related Party			
Ibitiúva Bioenergética S.A. (Ibitiúva)	09.541.336/0001-36		
Alternate member of the Board of Directors	N/A	Brazilian - Brazil	
Note			
The Company is an indirect controlling shareholder of Ibitiúva, with a 95% stake in its capital.			

7.7 Management Agreements/Insurance

The Company has a Directors, Officers and/or Managers Civil Liability insurance policy (D&O) for the purpose of ensuring payment, by way of losses and damages, due to third parties by the Company, Officers and/or Managers as a result of an act or fact for which they are held liable, respondents, and/or notified. The current policy is effective until December 31, 2023 and the net premium is BRL 430,371.50. The amount of this Insurance encompasses the companies of the group ENGIE Brasil Participações Ltda.

7.8 Other relevant information

General Meetings

In the last year and in the current one, the following General Meetings were held, in the respective decreasing chronological order:

- 27th Annual General Meeting, held on April 25, 2024;
- 26th Annual General Meeting, held on April 26, 2023;
- 25th Annual General Meeting, held on April 28, 2022;

The Meetings listed above were opened, in their entirety, on first call, with a quorum of shareholders representing more than 2/3 of the voting capital.

In fiscal year 2022, four meetings of the Fiscal Council, 12 meetings of the Board of Directors, 24 meetings of the Executive Board and 33 meetings of the Statutory Audit Committee were held.

In addition, the Company does not usually hold joint meetings of its management bodies.

Composition of the Board of Directors and Fiscal Council

At the 27th Annual General Meeting, held on April 25, 2024, the minutes of which are available on the CVM website (https://www.gov.br/cvm/pt-br) and on the Company's Investor Relations website (https://www.engie.com.br/investidores/), the new composition of the Board of Directors was elected, in addition to the installation of the Fiscal Council due to the request by 88.04% of shareholders holding shares with voting rights, under the terms of article 161 of Law nº 6,404/76. The same Meeting also decided to re-elect the members of the Fiscal Council, elected on April 26, 2023.

Additionally, it is worth informing that the Company adopts the criteria set out in art. 16, §1 and art. 17 of the Novo Mercado Regulation and in art. 6th, §§1st and 2nd, annex K, of CVM Resolution No. 80, as amended, to determine the independence of the members of the Board of Directors.

Composition of the Audit Committee

At the 230th Meeting of the Board of Directors held on May 5, 2022, the composition of the Statutory Audit Committee was unanimously approved, as provided in articles 28 and 29 of the Company's By-Laws. The minutes are available on the website of the Company (https://www.engie.com.br/investidores/), of CVM (https://www.gov.br/cvm/pt-br), and of B3.

Composition of the Executive Board and Strategic Committee

At the 242nd Meeting of the Board of Directors ("RCAs" ou "RCA"), held on May 04, 2023, Mr. Eduardo Takamori Guiyotoku was unanimously approved as Chief Financial Officer of the Company, with term beginning as from June 01, 2023 and for the period remaining to the current board, that is, until May 04, 2025. The appointment takes place in lieu of the Mr. Marcelo Cardoso Malta, who will take on new professional challenges.

The current composition of the Executive Board was approved at the 185th, 188th, 190th, 212th and 215th Meetings of the Board of Directors, held on May 8, 2019, August 6, 2019, September 30, 2019, October 23, 2020 and January 20, 2021, and reelected at the 230th Meeting of the Board of Directors, held on May 5, 2022 and at the 242nd Meeting of the Board of Directors, held on May 04, 2023.

At the 236th Meeting of the Board of Directors held on November 08, 2022, was unanimously approved the change in the name of the Administrative Office to People, Processes and Sustainability Office, using the acronym DS, remaining in office Ms. Luciana Moura Nabarrete.

As of 11.01.2023, the manager of the Legal Advice organizational unit (AJU), Ms. Cristina Riggenbach took over the new Legal and Ethics Directorate. With this change, Ms. Cristina will accumulate the management of the Legal Advisory and the non-statutory Board, being responsible for the Legal, Ethics and Privacy areas, and reporting directly to the Company's Chief Executive Officer, Eduardo Sattamini.

All minutes of the aforementioned meetings are available on the website of the Company (https://www.engie.com.br/investidores/), of CVM (https://www.gov.br/cvm/pt-br), and of B3.

Offices held by members of the Company's Board of Directors in other companies

In compliance with the rules of the new BR Novo Mercado Listing Regulations, we further disclose the information mentioned above, the offices held by the members of the Company's Board of Directors in companies or entities other than the controlling shareholders and subsidiaries of the Company:

Maurício Stolle Bähr - Chief Executive Officer of GBS Brasil Serviços Corporativos Ltda and Geramamoré Comercializadora e Energia Ltda.; CEO of ENGIE Group in Brazil; member of the Board of Directors of Energia Sustentável do Brasil S.A. In 2019, he was appointed Chairman of the Board of Directors of TAG, which is jointly controlled by the Company.

7.8 Other relevant information

Manoel Arlindo Zaroni Torres - Member of the Board of Directors of Energia Sustentável do Brasil.

Dirk Achiel Marc Beeuwsaert - Manager of his company Beeuwsaert Management CV and, since 2014, also a member of the board of Tplus in Russia and, since 2017, vice-president of the investment committee of AMEA in Abu Dhabi.

Antonio Alberto Gouvêa Vieira – Partner of Gouvêa Vieira Advocacia. Currently, he is a member of the Board of Directors of Boa Esperança S.A. and Board of Trustees of the Getúlio Vargas Foundation.

Gil de Methodio Maranhão Neto – Officer at Geramamoré Comercializadora de Energia Ltda. and OW Brazil Ltda.

Pierre Jean Bernard Guiollot – Member of the Board of Directors of GTT, an entity listed in France.

Paulo Jorge Tavares Almirante – Senior Executive Vice President in charge of renewables – Energy Management & Nuclear at ENGIE vice-president of the energy industry Portuguese association.

Karin Koogan Breitman – Member of the Brazilian Computer Society, ACM and IEEE, serves on the Technical Advisory Board of the Research Data Alliance and COPPEAD and Officer of Rio Tinto.

Gustavo Henrique Labanca Novo - In 2019, he was appointed Chief Executive Officer of TAG, which is jointly controlled by the Company.

Manoel Eduardo Lima Lopes – Officer at Banco Clássico S.A. and alternate member of the Fiscal Council of Companhia do Gás do Rio de Janeiro.

Raquel da Fonseca Cantarino – Vice President Director of Banco Clássico S.A.

Sylvie Marie Vicente ep. Credot – In July 2021, she was appointed Legal Counsel and Ethics Officer of the Renewables Global Business Unit of ENGIE Group.

Duties of the other committees

In addition to the information presented in item "12.1", the Company has other committees to assist the Management, which have supporting duties and do not participate in the decision-making process of the Management Bodies, except for the Independent Special Committee for Transactions with Related Parties and Strategic Committee. The main committees are presented below:

Strategic Committee: management advisory board, with the duties to provide opinions and advise the Board of Directors and Executive Board on the matters submitted to it. The Strategic Committee is composed of up to seven (7) members, who may be Shareholders of the Company or not, resident in Brazil or not, and who may be managers, elected by the Board of Directors.

The Strategic Committee is a permanent, non-statutory body and it meets from time to time, whenever the Management deems it necessary to submit a matter to such body, the duties of which are to act as an advisory body to the management.

Ethics Committee: its duties are to (i) disseminate and monitor application of the policies, codes, procedures, and guidance that define the ethical conduct commitments; (ii) carry out the actions for disclosure, sensitization, and formation of ethical practices; (iii) identify the ethical risks and establish the action plans for mitigation thereof; (iv) respond to the questions and guide the adequate conduct, in accordance with the ethical principles established; (v) investigate the violations of ethical principles, adopting the procedures to determine their causes, defining disciplinary actions for the violators and proposing preventive measures to inhibit the occurrence thereof; and (vi) provide information on the activities carried out to the group's ethics and compliance area.

Independent Special Committee for Transactions with Related Parties ("Independent Committee"): its duties are (i) to negotiate the terms and conditions in transactions with related parties, with freedom and independence, defining the structure and other conditions of the business to be submitted to the Board of Directors and/or to the General Meeting; (ii) to select and decide, whenever it deems it necessary and appropriate, through the retainment of investment advisory in the technical, legal, financial, and accounting areas to advise it in its works, submitting formalization of the retainment to the Company's executive board, it being understood that when opening the Independent Committee, the Board of Directors shall approve a global amount for the operation thereof; and (iii) select and decide, whenever the transaction with related party involves the purchase of equity interest in other companies, assets or rights and/or the exchange of equity interest, through the retainment of a prime financial institution for independent appraisal of the asset, property, or right or determination of an exchange relationship, as the case may be, submitting formalization of the retainment to the Company's executive board.

The operation of the Independent Committee is not permanent, and it is opened by the Board of Directors whenever the Company or company controlled by it wishes to carry out, with a Related Party, any transaction, business, contract, or agreement, the approval of which is within the scope of the powers of the Company's Board of Directors or of the General Meeting.

The Independent Committee is exclusively composed of the Company's Managers, and a majority thereof is of

7.8 Other relevant information

Independent Directors and the other members are Officers of the Company, all of whom shall be chosen and may be removed from office by the Board of Directors, it being understood that the Independent Committee has the power, prerogatives, duties, and operation rules specified in its Regulations.

The Independent Committee has its own internal regulations, which are available on the Company's website (www.engie.com.br), at the following address: Investors > Corporate Governance > Bylaws, Codes, and Policies.

A meeting of the Company's Board of Directors held on May 11, 2018 unanimously approved the opening of the Special Independent Committee for Related-Party Transactions ("Committee"), for it to monitor any agreements on the transaction between the Company's controlling shareholder, ENGIE Brasil Participações Ltda, in partnership with third parties and with the participation of the Company in the purchase of equity interest in the company Transportadora Associada de Gás – TAG, offered by Petrobras. The Committee was composed of Independent Directors José Pais Rangel and Paulo de Resende Salgado and of the Company's then New Business, Strategy, and Innovation Officer, Gustavo Henrique Labanca Novo.

At the meeting of the Company's Board of Directors held on March 26, 2019, the Committee pronounced for the aforementioned Transaction with Related Parties and for which it was opened, and the actions of this Committee were deemed completed.

At the meeting of the Board of Directors held on August 5, 2021, the Committee was opened to evaluate the project of purchase of control of the SPEs that own the solar farms Paracatú and Floresta, currently controlled by ENGIE Solar. The Committee was composed of Independent Directors Manoel Eduardo Lima Lopes and Karin Koogan Breitman and by the Chief Operations Officer José Luiz Jansson Laydner.

At the meeting of the Board of Directors held on February 14, 2022, the Committee submitted its pronouncement for the transaction of purchase of control of the SPEs that own solar farms Paracatu and Floresta, and the works of the Committee were declared ended.

Statutory Audit Committee: It is a permanent body that has the duty to advise the Board of Directors, which duties include: to provide an opinion on the retainment and dismissal of the independent audit services, to evaluate the financial statements, to monitor the internal audit activities and the activities of the Company's internal controls area, to evaluate and monitor the Company's risk exposures and to evaluate, monitor, and recommend to the Company's management the correction or improvement of the Company's internal policies. It is composed of at least three (3) members, all designated by the Board of Directors, and at least one (1) of them shall be an independent director and one (1) of them shall have acknowledged experience in corporate accounting matters. The current Statutory Audit Committee took office on May 14, 2020 for a term of office of two (2) years, and it was reelected on May 5, 2022, also for a term of office of two (2) years.

Sustainability Forum: it has the duties to (i) define, jointly with the Executive Board, corporate sustainability targets and actions, in accordance with the Company's commitment, with respect to sustainable development, and to act in articulation with the executive areas to reach them; (ii) contribute to the use of the best corporate governance practices, especially in its corporate sustainability aspects, with suggestions to maintain the balance of interests of its different stakeholders; (iii) develop perception and awareness programs for sustainability concepts and practices aimed at internal and external audiences, cooperating in the Company's actions as sustainable development promoter; (iv) contribute to the creation of a proactive system for insertion in social and environmental issues of the communities where the Company operates, reducing its participation in reactive demands; (v) propose policies to support social and environmental initiatives, prioritizing the interests of the Company and of society; (vi) propose the targeting of funds to actions that present more perspectives of contribution to the sustainable development of the regions where the Company operates, as well as increase the transparency of the actions carried out by it; (vii) propose the development of energy generation initiatives by means of renewable sources, in articulation with the business development, innovation, research, and development areas; (viii) propose actions to mitigate social and environmental risks in the new ventures, in articulation with the business development and risks and opportunities management areas; and (ix) in articulation with the Executive Board and the Ethics Forum (former Financial Committee), contribute to establish means for the employees to spread and submit suggestions on the commitment to the sustainability and ethics principles.

The 143rd Meeting of the Board of Directors held on June 9, 2015 approved designation of the representative elected by the employees to be a permanent member of the Sustainability Forum.

The Sustainability Forum contributes to consolidate the Company's reputation as a transparent and sustainable company, in the search for reconciling the interests of the different publics that interact with the Company, by means of actions seeking environmental and social improvements in the Company's area of influence. In the performance of its duties, it promotes the concept of sustainable development in the Company and evaluates requests for social and environmental support.

7.8 Other relevant information

The Sustainability Forum has its own internal regulations, which are available on the Company's website (www.engie.com.br), at the following address: Investors > Corporate Governance > Bylaws, Codes, and Policies.

Ethics Forum: its duties are to (i) disseminate and monitor application of the policies, codes, procedures, and guidance that define the ethical conduct commitments; (ii) carry out the actions for disclosure, sensitization, and formation of ethical practices; (iii) identify the ethical risks and establish the action plans for mitigation thereof; (iv) respond to the questions and guide the adequate conduct, in accordance with the ethical principles established; (v) investigate the violations of ethical principles, adopting the procedures to determine their causes, defining disciplinary actions for the violators and proposing preventive measures to inhibit the occurrence thereof; and (vi) provide information on the activities carried out to the group's ethics and compliance area.

Tax Governance Forum: it has the duties to (i) construe the tax law to define specific procedures, whenever necessary; (ii) decide on answers of administrative and judicial tax proceedings; (iii) make suggestions for the obtainment of benefits from the tax authorities; and (iv) participate in the decision on new plans, identifying tax economy opportunities.

Financial Forum: it has the duties to (i) discuss and propose the policy on the investment of funds and derivatives and submit them to the Executive Board for approval; (ii) discuss and propose policies on advance of payments to suppliers and delays/advances of receipt of credits (power bills, etc.) and submit them to the Executive Board for approval; (iii) guide the investments of funds and regularly approve the ranking of banks with which the Company will work; (iv) identify risks of decoupling in transactions involving assets and liabilities and, if applicable, propose hedge transactions to the Executive Board; and (v) analyze the cash flow and the covenants of the Company and its subsidiaries in the short, medium, and long run, offering strategic guidance to the Executive Board on the amount and timing for distribution of dividends, the modalities of funding of acquisitions and Capital Expenditures - CAPEX, the agreement on fundraising and liabilities restructuring transactions, etc.; (vi) propose to the Executive Board, for approval, the insurance management targets and guidelines; (vii) discuss the adequacy of limits and insurance coverage of the Company, the taking out of new insurance, and recommend the taking out of insurance to the interested areas; (viii) discuss claims with the areas involved, if necessary; and (ix) submit the taking out of insurance to the Executive Board for approval.

Insurance Forum: it has the duties to (i) propose to the Executive Board, for approval, the insurance management targets and guidelines; (ii) discuss the adequacy of the Company's insurance limits and coverage, the taking out of new insurance, and recommend the taking out of insurance to the interested areas; (iii) discuss insurance with the involved areas, if necessary; and (iv) submit the taking out of insurance to the Executive Board for approval.

Human Performance Forum: it has the duties to (i) implement the human performance program, managed by the plant manager; (ii) multiply training for the medium management, with the Human Performance Committee, regional managers are in charge; (iii) ensure use of Human Performance tools during implementation of the program, managers and supervisors shall be an example; and (iv) use the established human error prevention tools, whenever applicable. The employees and collaborators providing service at the plants are responsible.

Industrial Control System Security Forum: it has the duties to (i) evaluate and approve changes in the Company's Information Security Policy; (ii) approve the duties and composition of the Industrial Control System Tactic Group; (iii) evaluate changes and approve the Industrial Control System Security Program; (iv) approve the annual workplan of the Industrial Control System Tactic Group; (v) monitor, from time to time, the activities of the Industrial Control System Tactic Group; (vi) arbitrate, whenever necessary, the definition and application of the policies and processes related to security of the industrial control systems; (vii) ensure that the new ventures of ENGIE Group, in Brazil, are compliant with the definitions of the Industrial Control System Security Committee; (viii) evaluate and approve the annual budget applied to the industrial control system security activities; and (ix) take strategic and corporate steps based on the analyses of risk relating to the industry control systems.

7.8 Other relevant information

Energy Forum: it has the duties to (i) propose a policy on the sale and management of market risk to the executive board and guarantee that it is up to date, considering the evolution of the market and of the regulatory aspects; (ii) approve the rules on sale and its reviews in accordance with the commercialization policy; (iii) perform the duties and resolve on the exceptions set forth in the commercialization rules; (iv) analyze and propose solutions to mitigate the processes related to the sale of energy, which involve risks indicated by the Risk Management Committee; (v) evaluate the business and the situation of the energy market; and (vi) request the participation of a representative of DG whenever it is necessary to discuss strategies and policies for the sale of energy of ventures being implemented.

Innovation Forum: it has the duties to (i) encourage persons to seek changes through innovation and creativity; (ii) create an appropriate environment for new ideas to arise, be perceived as such, and be successfully explored, aggregating value to the company; (iii) be a center for the receipt and screening of innovative ideas of any kind, suggested improvements, or expense reduction; (iv) receive and evaluate the proposed innovations sent by the employees; (v) recommend the allocation of funds for adoption of promising ideas; (vi) suggest to the Executive Board actions of recognition for the authors of the ideas that present the most significant results for the Company; and (vii) encourage the Company's participation in the contest, trophies, Innovation initiatives of the Controlling Group.

Processes Forum: it has the duties to (i) select and prioritize focus processes to be developed or improved, for the purpose of guaranteeing alignment with the strategic objectives of the Company; and (ii) generate value and optimize the investigated processes.

Dam Security Forum: responsible for strategic management of the matters relating to dam security, seeking the prevention of risk and adoption of the best practices, in compliance with the Company's commitments.

A list of the committees and forums is found on the Company's website (www.engie.com.br), at the following address: Investors > Corporate Governance > Management.

Corporate Governance

The corporate governance practices adopted by the Company value respect and transparency in the relationship with the shareholders and third parties that deal with the Company. These practices are evidenced in the disclosure of their information to the market.

The Company is part of B3's Novo Mercado, a segment devoted to the trading in shares of companies that voluntarily develop differentiated corporate governance practices additional to those required by the Brazilian law. Listing in this segment requires the adoption of corporate rules that expand the rights of the investors, in addition to a broad policy on the disclosure of information to the market.

The Company commenced the efforts to adjust to the changes in the Novo Mercado Regulation, launched by B3 in the second half of 2017, after a discussion with companies and the civil society. The purpose of the amendments to the Regulations is to guarantee even more transparency and safety to the relationship between shareholders and publicly-held Companies listed in this segment. Thus, the Company complies with all new recommendations, also considering aspects of the Corporate Governance Code, which, in some respects, exceed the Novo Mercado requirements.

In this respect, the following actions have already been carried out:

Adjustment of the bylaws to the rules of the new Novo Mercado Regulations, approved at the 33rd Extraordinary General Meeting and 22nd Annual General Meeting held on April 26, 2019, noting the formation of the Statutory Audit Committee, which was opened at the 202nd Meeting of the Board of Directors held on May 14, 2020, the first meeting of the Board of Directors held after the meeting that approved the accounts of the fiscal year 2019;

Approval at the 181st Meeting of the Board of Directors, held on February 19, 2019, of the Nomination; Manager Remuneration; and Performance Assessment Policies; and

Approval at the 193rd Meeting of the Board of Directors, held on December 6, 2019, Internal Regulations of the Statutory Audit Committee; adjustment to the Manager Remuneration Policy; and the proposed assessment of the performance of members of the Board of Directors.

Approval at the 218th meeting of the Board of Directors, held on April 27, 2021, of the Policy on Transactions with Related Parties and the new version of the Internal Regulations of the Board of Directors.

7.8 Other relevant information

In addition, the values and organizational culture of the Company are detailed in corporate codes and policies, which guide both the conduction of business and the relationship between the Company and the different publics with which it interacts. These documents are developed, reviewed, and updated from time to time.

On February 23, 2017, the Board of Directors approved the update of the Company's Code of Ethics, in which the best ethical management practices are formalized. The purpose of the Company's Code of Ethics encompasses high ethical standards, transparency, respect, and integrity.

In 2021, the Company was awarded the following prizes and recognitions related to corporate governance:

Transparency Trophy, of the National Association of Finance, Administration, and Accounting Executives (Anefac), in the category "Companies with net revenue of R$ 5 to 20 billion", for the 13th time.

The Company is a member of the ISE - Enterprise Sustainability Index of B3 – 2022 Portfolio.

For the 17th consecutive year, since the ISE was created, the Company is part of the portfolio of the Index, which gathers companies recognized due to commitments and practices relating to economic efficiency, environmental balance, social justice, and corporate governance.

8.1 Remuneration Policy or Practice

a. objectives of the compensation policy or practice, informing whether the compensation policy has been formally approved, the relevant approving body, the date of approval and, where the issuer discloses the policy, world wide web sites where the document can be viewed

The Company abides by the Controlling Group's guidelines and compensation benchmarks obtained from compensation surveys conducted by specialized consultancy firms. On December 06, 2019, the Board of Directors approved the management Compensation Policy, which is available at the Company's website (www.engie.com.br/investors).

The compensation practice for members of the Board of Directors, Executive Management, Fiscal Council and Committees aims to attract and retain professionals and executives aligned with the Company's business guidelines, values and culture. The practice takes account of market analysis, the knowledge required to perform, the complexity of the activities involved, and the expected results based on business objectives.

In addition, Committee members who are also on the Company's payroll receive no compensation for their membership in committees, except (i) for the Leader of the Strategy Committee, who receives monthly additional compensation equal to that of the members of the Board of Directors, where he or she also has a seat, and (ii) the Special Independent Committee for Valuation of Transactions with Related Parties, whose members are compensated upon completion of the assignment for which the committee was formed.

b. Practices and procedures adopted by the board of directors to define the individual compensation of the board of directors and executive board:

(i) the issuer's bodies and committees that participate in the decision-making process, identifying how they participate;

The global compensation amount is approved annually by the Board of Directors Meeting, and the appointment of the members of each management profile is the responsibility of the Chairman of the Board of Directors.

(ii) criteria and methodology used to determine individual remuneration, indicating whether studies are used to verify market practices, and, if so, the comparison criteria and scope of these studies;

Fixed remuneration uses the median of the Brazilian market as a reference, according to market salary surveys carried out annually with specialized consultants, with the objective of allowing comparisons between the amount paid to executives by companies of similar size and revenue, with a greater share of those that operate in the Brazilian electricity sector, as well as with the observance of internal consistency in the Controlling Group. The variable compensation aims to provide competitive compensation levels in relation to those practiced by the market, reward efforts in building the results and values generated by the Company, through a bonus linked to its performance and motivate the fulfillment of business and strategic objectives, reflecting the culture and values of the Company and its parent company.

(iii) how often and how does the board of directors assess the adequacy of the issuer's compensation policy.

Eventually, the Company reassesses the adherence of the Policy to the identified needs and any change or update must be approved by the Board of Directors, and timely communicated to the Securities Commission – CVM and B3.

c. Compensation breakdown

(i) description of the elements of the compensation, including, with respect to each of them

The composition of the total compensation of members of the Board of Directors, Executive Management, Fiscal Council and Statutory Audit Committee is proposed by controlling company, ENGIE Brasil Participações Ltda., according to criteria set at a global level, and breaks down into fixed compensation, bonus and long-term incentive. The maximum compensation of said Management bodies is approved annually by the Company's Annual General Meeting pursuant to the contents of Law 6,404/76.

8.1 Remuneration Policy or Practice

The composition of the compensation is set as follows:

Board of Directors

The total compensation of the Board of Directors is made up of the following items, and the maximum aggregate amount thereof is approved by the Annual General Meeting:

- Fixed compensation: Paid in 13 monthly installments intended as direct compensation for services in line with market practices. In addition, the Leader of the Strategy Committee, who also has a seat in the Board of Directors, receives fixed compensation for his or her seat in the said committee;

- Variable compensation: The Chairman of the Board of Directors receives a variable amount based on the Company's results, in the light of financial and operating indicators. This compensation is directly tied in with collective and individual performance results and is intended to compensate the executive for results attained, in line with the Company's business guidelines, values and culture. Furthermore, pursuant to the Collective Employment Contract, full Directors, appointed by the employees may also receive variable annual compensation based on the average of the amounts paid to employees in the previous year, as Profit Sharing (PLR) and Managerial Bonus. As established in the Bylaws, the Company currently has one Director (and one alternate) elected by the employees; and

- Post-employment benefits: The Company sponsors a supplementary retirement plan in the Set Contribution format. The plan is managed by PREVIG and funding for the benefits comes from members' and the sponsor's contributions. The Company's contribution is the same as the employees' basic contribution, limited to a ceiling pursuant to the plan's regulations. The purpose of this form of compensation is to offer an attractive long-term incentive in line with market practices.

The Chairman of the Board of Directors' payment is made by the Company's controlling shareholder, ENGIE Brasil Participações Ltda., with which the Chairman of the Board has entered into an individual employment contract, and 40% of the amount, including charges, are reimbursed by the Company.

The individual compensation of the members of the Board of Directors shall not exceed that of the members of the Executive Board.

Executive Board

Compensation of the members of the Executive Board breaks down into fixed and variable portions and its maximum annual amount is approved by the Annual General Meeting.

- Fixed compensation: Paid in 13,33 monthly installments intended as direct compensation for services rendered. In addition, indirect compensation is provided as benefits offered by the Company, such as: health-recovery support, annual medical checkup, food vouchers, and life insurance. The purpose of the fixed compensation is to offer an attractive package in line with market practices;

- Variable compensation: The amount of the variable compensation, which breaks down into bonus and profit sharing, lies in the range of 40%-81% of annual fixed compensation, depending on the executive's position, challenges and established goals. Its purpose is to compensate executives for the Company's short- and medium-term results. Payment is made in the first half of the following year, after the fiscal year's accounts have been drawn, based on collective and individual performance evaluations;

- Post-employment benefits: The Company sponsors a supplementary retirement plan in the Set Contribution format. The plan is managed by PREVIG and funding for the benefits comes from members' and the sponsor's contributions. The Company's contribution is the same as the employees' basic contribution, limited to a ceiling pursuant to the plan's regulations. The purpose of this form of compensation is to offer an attractive long-term incentive in line with market practices; and

- Stock-based compensation: The Company' directly controlling entity ENGIE Brasil Participações Ltda., offers to the Executive Board a Long-Term Incentive Plan (ILP) pegged to the performance of Phantom Shares and corporate indicators after a 4-year period, as well as to Performance Shares and the Group's Share Options Policy. The purpose of this compensation mode is to offer long-term incentives in line with market practices.

Non-Statutory Executive Board

The Company does not have a Non-Statutory Executive Board installed.

8.1 Remuneration Policy or Practice

Fiscal Council

The fees of the members of the Fiscal Council are a fixed compensation set and approved by the Annual General Meeting and paid in 13 monthly installments. Fees may not be less, for each active member, than 10% of the average monthly compensation of the Executive Board, excluding benefits and variable compensation. The purpose of this form of compensation is to address performance of the tasks that Fiscal Council membership requires.

Special Independent Committee for Valuation of Transactions with Related Parties

The Committee's compensation is set by the Board of Directors by project and shall not exceed one (01) additional monthly compensation of the members who already hold positions with the Company. Upon convening, the Board of Directors shall define the duration of the committee's engagement and compensation's payment.

No payments have been made as compensation for members of this Committee in the past 3 fiscal years.

Statutory Audit Committee

The Statutory Audit Committee's compensation is set by the Board of Directors, and all members shall receive fixed compensation to be paid in 13 equal installments over the duration of the fiscal year. Members of the Statutory Audit Committee who hold other positions in the Company's Board of Directors shall be paid cumulative fees as members of the Board of Directors and of the Statutory Audit Committee.

(ii) proportion of each component in the total compensation relative to the last 3 fiscal years.

The proportions of fixed compensation, variable compensation and benefits to total compensation are represented as follows:

Total compensation in the Fiscal Year as December 31, 2022 - Annual Amounts in Reais					
	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee	Total
Annual fixed compensation	71.5%	57.2%	100.0%	100.0%	63.4%
Salary	67.0%	50.9%	100.0%	100.0%	58.0%
Direct and indirect benefits	0.1%	6.3%	0.0%	0.0%	4.4%
Committees' seats	4.4%	0.0%	0.0%	0.0%	1.0%
Other	0,0%	0.0%	0.0%	0.0%	0.0%
Description of other fixed compensation	-	-	-	-	-
Variable compensation	24.5%	35.2%	0.0%	0.0%	30.4%
Bonus	23.8%	29.2%	0.0%	0.0%	26.0%
Profit sharing	0.7%	6.0%	0.0%	0.0%	4.4%
Attendance at meetings	0.0%	0.0%	0.0%	0.0%	0.0%
Committees	0.0%	0.0%	0.0%	0.0%	0.0%
Other	0.0%	0.0%	0.0%	0.0%	0.0%
Description of other variable compensation	-	-	-	-	-
Post-employment Benefits	1.2%	5.6%	0.0%	0.0%	4.2%
Stock-based	2.8%	2.0%	0.0%	0.0%	2.0%
Total compensation [1]	100.0%	100.0%	100.0%	100.0%	100.0%

8.1 Remuneration Policy or Practice

Total compensation in the Fiscal Year as December 31, 2021					
	Board of Directors	Executive Board	y Fiscal Council e	Statutor Audit Committ	Total
Annual fixed compensation	77.5%	52.6%	100.0%	100.0%	60.7%
Salary	72.9%	47.6%	100.0%	100.0%	56.0%
Direct and indirect benefits	0.3%	5.0%	0.0%	0.0%	3.8%
Committees' seats	4.3%	0.0%	0.0%	0.0%	0.9%
Other	0.0%	0.0%	0.0%	0.0%	0.0%
Description of other fixed compensation	-	-	-	-	-
Variable compensation	19.1%	28.7%	0.0%	0.0%	25.0%
Bonus	11.5%	12.7%	0.0%	0.0%	11.7%
Profit sharing	7.6%	16.0%	0.0%	0.0%	13.3%
Attendance at meetings	0.0%	0.0%	0.0%	0.0%	0.0%
Committees	0.0%	0.0%	0.0%	0.0%	0.0%
Other	0.0%	0.0%	0.0%	0.0%	0.0%
Description of other variable compensation	-	-	-	-	-
Post-employment Benefits	1.2%	4.9%	0.0%	0.0%	3.8%
Termination	2.2%	13.8%	0.0%	0.0%	10.5%
Total compensation[1]	100.0%	100.0%	100.0%	100.0%	100.0%

Total compensation in the Fiscal Year as December 31, 2020					
	Board of Directors	Executive Board	y Fiscal Council	Statutor Audit Committe	Total
Annual fixed compensation	75.3%	83.1%	100.0%	100.0%	81.5%
Salary	69.6%	74.5%	100.0%	100.0%	74.5%
Direct and indirect benefits	0.6%	8.6%	0.0%	0.0%	5.1%
Committees' seats	5.1%	0.0%	0.0%	0.0%	1.8%
Other	0.0%	0.0%	0.0%	0.0%	0.0%
Description of other fixed compensation	-	-	-	-	-
Variable compensation	16.0%	-3.0%	0.0%	0.0%	4.0%
Bonus	10.5%	-16.0%	0.0%	0.0%	-5.4%
Profit sharing	5.5%	12.9%	0.0%	0.0%	9.4%
Attendance at meetings	0.0%	0.0%	0.0%	0.0%	0.0%
Committees	0.0%	0.0%	0.0%	0.0%	0.0%
Other	0.0%	0.0%	0.0%	0.0%	0.0%
Description of other variable compensation	-	-	-	-	-
Post-employment Benefits	2.9%	6.1%	0.0%	0.0%	4.6%
Termination	5.8%	13.8%	0.0%	0.0%	10.0%
Total compensation[1]	100.0%	100.0%	100.0%	100.0%	100.0%

(1) Pursuant to Circular Letter/Anual -2023-CVM/SEP, social charges owed by the employer shall not be within the scope of "benefit of any nature", and shall not be included in the global or individual compensation amounts in this item's compensation tables.

The 40% reimbursement from ENGIE Brasil Energia to its Controlling Shareholder includes amounts arising from share-based payments to the Chairman of the Board of Directors as CEO of Controlling Shareholder of ENGIE Brasil Participações.

(iii) calculation and restatement method for each element of compensation

The compensation paid to members of the Company's Board of Directors, Executive Board, Fiscal Council and Committees are proposed by the Controlling Entity, according to globally established criteria, and, subsequently approved by the General Shareholders' Meeting. The amount remains unchanged during the fiscal year, as it is set for each year according to the limits approved by the General Shareholders' Meeting for the period in question (January-December).

8.1 Remuneration Policy or Practice

Compensation is defined according to the nature and duties of each position, based on market surveys held periodically by specialized consultancies.

(iv) Main performance indicators taken into account therein, including, where applicable, indicators linked to ESG issues

To compose the remuneration, 3 main indicators of equal weight are used, related to ESG issues:
- Climate changes;
- Health and safety; and
- Gender diversity in the workforce.

Management compensation positioning relative to the market relies on quantitative and qualitative indicators, the degree of contribution to results, overall performance, and experience.

Variable compensation is directly related with corporate and individual performance results, and considers:

- financial and operating indicators for the fiscal year: EBITDA evolution, free cash generation, net income, operating expenses, alignment with the results of the controlling entity, ENGIE Brasil Participações Ltda., etc;

- individual attainment of goals, industrial and/or financial results; and

- Four indicators are used to determine the proposed performance results within the scope of the ILP: ROCE (return on capital employed) of Engie Group, TSR (total shareholders return), RNRPG (recurring net income) e RSE (Corporate Social Responsibility).

(v) reasons that justify the compensation breakdown

The purpose of the Management Compensation Policy, approved by the Board of Directors on December 06, 2019, is to establish compensation guidelines for the members of the Company's Board of Directors, Fiscal Council, Executive Board and Committees. It is based on market practices and aims to attract and retain professionals and executives compatible with the Company's needs.

(v) presence of members without compensation from the Company and the reason for this

The Company has no uncompensated members in its Board of Directors, Executive Board, Fiscal Council and in the Committees mentioned in item "8.1.a" of this Reference Form.

d. presence of compensation with support from subsidiaries or directly or indirectly controlled or controlling entities

No payments are made by subsidiaries for positions held in the Company's Management. The Controlling Conglomerate makes no payments to the Company's Executive Board or Board of Directors, except:

- Monthly fixed compensation, variable compensation, benefits and contributions under the individual employment contract with the Chairman of the Board of Directors, who accumulate corporate positions in the Company. These costs are partly reimbursed by the Company in proportion to the dedication of the executive to statutory activities;

- Those mentioned in letter "e", Performance Shares Plan and ENGIE S.A. stock call options are of a corporate nature and intended to reinforce employee engagement.

e. presence of compensation or benefits tied in with the occurrence of a given corporate event, such as disposal of the Company's controlling stake

Not applicable to the Company.

8.2 Total remuneration by body

Total compensation projected for the current fiscal year ending December 31, 2023 - Annual Amounts in R$

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	18	8	6	32.00
Number of remunerated members	18	8	6	32.00
Annual fixed compensation				
Salary	6,975,380.76	10,485,110.93	824,990.30	18,285,481.99
Direct and indirect benefits	107,210.00	857,680.00	0.00	964,890.00
Committee seats	420,001.09	0.00	0.00	420,001.09
Other	0.00	0.00	0.00	0.00
Description of other fixed compensation				
Variable compensation				
Bonus	931,036.43	6,779,172.67	0.00	7,710,209.10
Profit sharing	582,457.05	2,864,441.05	0.00	3,446,898.10
Attendance at meetings	0.00	0.00	0.00	0.00
Comissions	0.00	0.00	0.00	0.00
Other	95,000.00	254,553.35	30,000.00	379,553.35
Description of other variable compensation	Training, inserted in "Other", refers to the training planned for the year 2023.	Training, inserted in "Other", refers to the training planned for the year 2023.	Training, inserted in "Other", refers to the training planned for the year 2023.	
Post-employment Benefit	226,720.25	1,269,010.73	0.00	1,495,730.98
Termination	0.00	0.00	0.00	0.00
Share based (including options)	160,150.38	1,572,122.91	0.00	1,732,273.29

Observation	The number of members per body (letter “b”) was established as per Circular Letter/Annual-2023-CVM/SEP. Given that fiscal year 2022 is the current fiscal year, the foregoing numbers gave been included based on the Company's projections as per Circular Letter CVM/SEP/No.01/2021. Pursuant to Circular Letter/Annual-2023-CVM/SEP, social charges owed by the employer shall not be within the scope of " benefit of any nature ", and shall not be included in the global or individual compensation amounts in this item’s compensation tables. The 40% reimbursement from ENGIE Brasil Energia to its Controlling Shareholder includes amounts arising from share-based payments to the Chairman of the Board of Directors as CEO of Controlling Shareholder of ENGIE Brasil Participações. In 2023 annual aggregate management compensation in the amount of up to R$ 43.28 million, of which R$ 8.04 million correspond to the employer's social charges.	The number of members per body (letter “b”) was established as per Circular Letter/Annual-2023- CVM/SEP. Given that fiscal year 2022 is the current fiscal year, the foregoing numbers gave been included based on the Company's projections as per Circular Letter CVM/SEP/No.01/2021. Pursuant to Circular Letter/Annual-2023-CVM/SEP, social charges owed by the employer shall not be within the scope of " benefit of any nature ", and shall not be included in the global or individual compensation amounts in this item’s compensation tables. The 40% reimbursement from ENGIE Brasil Energia to its Controlling Shareholder includes amounts arising from share-based payments to the Chairman of the Board of Directors as CEO of Controlling Shareholder of ENGIE Brasil Participações. In 2023 annual aggregate management compensation in the amount of up to R$ 43.28 million, of which R$ 8.04 million correspond to the employer's social charges.	The number of members per body (letter “b”) was established as per Circular Letter/Annual-2023- CVM/SEP. Given that fiscal year 2022 is the current fiscal year, the foregoing numbers gave been included based on the Company's projections as per Circular Letter CVM/SEP/No.01/2021. Pursuant to Circular Letter/Annual-2023-CVM/SEP, social charges owed by the employer shall not be within the scope of " benefit of any nature ", and shall not be included in the global or individual compensation amounts in this item’s compensation tables. The 40% reimbursement from ENGIE Brasil Energia to its Controlling Shareholder includes amounts arising from share-based payments to the Chairman of the Board of Directors as CEO of Controlling Shareholder of ENGIE Brasil Participações. In 2023 annual aggregate management compensation in the amount of up to R$ 43.28 million, of which R$ 8.04 million correspond to the employer's social charges.	
Total compensation	9,497,955.96	24,082,091.64	854,990.30	34,435,037.90

Total compensation for the fiscal year ending December 31, 2022 - Annual Amounts in R$

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	18	8	6	32,00
Number of remunerated members	13	8	6	27,00
Annual fixed compensation				
Salary	3,875,272.39	8,773,572.48	974,398.39	13,623,243.26
Direct and indirect benefits	4,285.75	1,093,295.67	0.00	1,097,581.42
Committee seats	256,140.74	0.00	0.00	256,140.74
Other	0.00	0.00	0.00	0.00
Description of other fixed compensation				
Variable compensation				
Bonus	1,375,226.40	5,034,694.16	0.00	6,409,920.56
Profit sharing	38,515.36	1,040,097.37	0.00	1,078,612.73
Attendance at meetings	0.00	0.00	0.00	0.00
Comissions	0.00	0.00	0.00	0.00
Other	0.00	0.00	0.00	0.00
Description of other variable compensation				

Post-employment Benefit	76,399,45	934,476,87	0,00	1,010,876,32
Termination	0,00	0,00	0,00	0,00
Share based (including options)	160,150,32	345,115,09	0,00	505,265,41
Observation	The number of members per body (letter “b”) was established as per Circular Letter/Annual-2023-CVM/SEP. Pursuant to Circular Letter/Annual-2023-CVM/SEP, social charges owed by the employer shall not be within the scope of " benefit of any nature", and shall not be included in the global or individual compensation amounts in this item’s compensation tables. The 40% reimbursement from ENGIE Brasil Energia to its Controlling Shareholder includes amounts arising from share-based payments to the Chairman of the Board of Directors as CEO of Controlling Shareholder of ENGIE Brasil Participações.	The number of members per body (letter “b”) was established as per Circular Letter/Annual-2022- CVM/SEP. Given that fiscal year 2022 is the current fiscal year, the foregoing numbers gave been included based on the Company's projections as per Circular Letter CVM/SEP/No.01/2021. Pursuant to Circular Letter/Annual-2022-CVM/SEP, social charges owed by the employer shall not be within the scope of " benefit of any nature", and shall not be included in the global or individual compensation amounts in this item’s compensation tables. In 2022, was approved by the Ordinary General Meeting (AGO), the global ampunt of the annual remuneration of the administrators of up to R$ 33 million, of which R$ 5.7 million correspond to social charges of burden of the employer. In addition to the amounts of the Board of Directors, Statutory Board of Executive Officers and Fiscal Council, as described in the table of this item, comprises the Management compensation the amount of R$ 0.7 million from the Statutory Audit Committee, net of social charges.	The number of members per body (letter “b”) was established as per Circular Letter/Annual-2023- CVM/SEP. Pursuant to Circular Letter/Annual-2023-CVM/SEP, social charges owed by the employer shall not be within the scope of " benefit of any nature", and shall not be included in the global or individual compensation amounts in this item’s compensation tables. The 40% reimbursement from ENGIE Brasil Energia to its Controlling Shareholder includes amounts arising from share-based payments to the Chairman of the Board of Directors as CEO of Controlling Shareholder of ENGIE Brasil Participações.	
Total compensation	5,785,990.41	17,221,251.64	974,398.39	23,981,640.44

Total compensation for the fiscal year ending December 31, 2021 - Annual Amounts in R$

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	17.67	8	6	31.67
Number of remunerated members	14.67	8	6	28.67
Annual fixed compensation				
Salary	3,724,270.45	8,439,991.15	736,024.04	12,900,285,64
Direct and indirect benefits	16,029.00	893,340.83	0.00	909,369,83
Committee seats	220,804.43	0.00	0.00	220,804,43
Other	0.00	0.00	0.00	0,00
Description of other fixed compensation				
Variable compensation				
Bonus	588,835.59	2,255,922.23	0.00	2,844,757.82
Profit sharing	386,879.29	2,836,952.54	0.00	3,223,831.83
Attendance at meetings	0.00	0.00	0.00	0,00
Comissions	0.00	0.00	0.00	0,00
Other	0.00	0.00	0.00	0,00
Description of other variable compensation				
Post-employment Benefit	58,003.10	852,205.55	0.00	910,208.65
Termination	0.00	0.00	0.00	0.00
Share based (including options)	111,441.27	2,434,539.14	0.00	2,545,980.41
Observation	The number of members per body (letter “b”) was established as per Circular Letter/Annual-2022-CVM/SEP. Pursuant to Circular Letter/Annual-2022-CVM/SEP, social charges owed by the employer shall not be within the scope of " benefit of any nature", and shall not be included in the global or individual compensation amounts in this item’s compensation tables. The 40% reimbursement from ENGIE Brasil Energia to its Controlling Shareholder includes amounts arising from share-based payments to the Chairman of the Board of Directors as CEO of Controlling Shareholder of ENGIE Brasil Participações. In addition to the amounts of the Board of Directors, Statutory Board of Executive Officers and Fiscal Council, as described in the table of this item, comprises the Management compensation the amount of R$ 0.7 million from the Statutory Audit Committee, net of social charges.	The number of members per body (letter “b”) was established as per Circular Letter/Annual-2022- CVM/SEP. Pursuant to Circular Letter/Annual-2022-CVM/SEP, social charges owed by the employer shall not be within the scope of " benefit of any nature", and shall not be included in the global or individual compensation amounts in this item’s compensation tables. In addition to the amounts of the Board of Directors, Statutory Board of Executive Officers and Fiscal Council, as described in the table of this item, comprises the Management compensation the amount of R$ 0.7 million from the Statutory Audit Committee, net of social charges.	The number of members per body (letter “b”) was established as per Circular Letter/Annual-2022- CVM/SEP. Pursuant to Circular Letter/Annual-2022-CVM/SEP, social charges owed by the employer shall not be within the scope of " benefit of any nature", and shall not be included in the global or individual compensation amounts in this item’s compensation tables. In addition to the amounts of the Board of Directors, Statutory Board of Executive Officers and Fiscal Council, as described in the table of this item, comprises the Management compensation the amount of R$ 0.7 million from the Statutory Audit Committee, net of social charges.	
Total compensation	5,106,263.13	17,712,951.44	736,024.04	23,555,238.61

Total compensation for the fiscal year ending December 31, 2020 - Annual Amounts in R$

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	16.58	7	5.33	28.91
Number of remunerated members	14.52	7	5.33	26.85
Annual fixed compensation				
Salary	3,813,779.19	6,489,805.04	635,924.55	10,939,508.78
Direct and indirect benefits	31,294.12	744,973.09	0.00	776,267.21
Committee seats	277,174.17	0.00	0.00	277,174.17
Other	0.00	0.00	0.00	0.00
Description of other fixed compensation				
Variable compensation				
Bonus	573,315.10	-1,390,983.81	0.00	-817,668.71
Profit sharing	301,878.60	1,125,766.44	0.00	1,427,645.04
Attendance at meetings	0.00	0.00	0.00	0.00
Comissions	0.00	0.00	0.00	0.00
Other	0.00	0.00	0.00	0.00
Description of other variable compensation				
Post-employment Benefit	160,575.05	534,483.66	0.00	695,058.71
Termination	0.00	0.00	0.00	0.00
Share based (including options)	319,266.00	1,201,736.12	0.00	1,521,002.12
Observation	The number of members per body (letter “b”) was established as per Circular Letter/Annual-2021-CVM/SEP. Pursuant to Circular Letter/Annual-2021-CVM/SEP, social charges owed by the employer shall not be within the scope of "benefit of any nature", and shall not be included in the global or individual compensation amounts in this item’s compensation tables. The 40% reimbursement from ENGIE Brasil Energia to its Controlling Shareholder includes amounts arising from share-based payments to the Chairman of the Board of Directors as CEO of Controlling Shareholder of ENGIE Brasil Participações. In addition to the amounts of the Board of Directors, Statutory Board of Executive Officers and Fiscal Council, as described in the table of this item, comprises the Management compensation the amount of R$ 0.4 million from the Statutory Audit Committee, net of social charges.	The number of members per body (letter “b”) was established as per Circular Letter/Annual-2021- CVM/SEP. Pursuant to Circular Letter/Annual-2021-CVM/SEP, social charges owed by the employer shall not be within the scope of "benefit of any nature", and shall not be included in the global or individual compensation amounts in this item’s compensation tables. The 40% reimbursement from ENGIE Brasil Energia to its Controlling Shareholder includes amounts arising from share-based payments to the Chairman of the Board of Directors as CEO of Controlling Shareholder of ENGIE Brasil Participações. In 2020, there was a reversal of R$ 7,142,451.20 referring to the accumulated provision for bonuses from previous years in the Statutory Board. In addition to the amounts of the Board of Directors, Statutory Board of Executive Officers and Fiscal Council, as described in the table of this item, comprises the Management compensation the amount of R$ 0.4 million from the Statutory Audit Committee, net of social charges.	The number of members per body (letter “b”) was established as per Circular Letter/Annual-2021- CVM/SEP. Pursuant to Circular Letter/Annual-2021-CVM/SEP, social charges owed by the employer shall not be within the scope of "benefit of any nature", and shall not be included in the global or individual compensation amounts in this item’s compensation tables. In addition to the amounts of the Board of Directors, Statutory Board of Executive Officers and Fiscal Council, as described in the table of this item, comprises the Management compensation the amount of R$ 0.4 million from the Statutory Audit Committee, net of social charges.	

Total compensation	5,477,282.23	8,705,780.54	635,924.55	14,818,987.32

8.3 Variable compensation

Fiscal year: 12/31/2023

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	18	8	6	**32.00**
Number of remunerated members	2	8	0	**10.00**
BONUS				
Minimum amount projected in the compensation plan	0.00	0.00	0.00	**0.00**
Maximum amount projected in the compensation plan	931,036.43	6,779,172.67	0.00	**7,710,209.10**
Amount assuming goal attainment as per the compensation plan	465,518.22	3,389,586.34	0.00	**3,855,104.56**
Amount effectively recognized in the result				**0,00**
PROFIT SHARING				
Minimum amount projected in the compensation plan	0.00	0.00	0.00	**0,00**
Maximum amount projected in the compensation plan	582,457.05	2,864,441.05	0.00	**3,446,898.10**
Amount assuming goal attainment as per the compensation plan	582,457.05	2,864,441.05	0.00	**3,446,898.10**
Amount effectively recognized in the result				**0,00**

Fiscal year: 12/31/2022

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	18	8	6	**32.00**
Number of remunerated members	2	8	0	**10.00**
BONUS				
Minimum amount projected in the compensation plan	0.00	0.00	0.00	**0.00**
Maximum amount projected in the compensation plan	754,191.39	2,544,891.98	0.00	**3,299,083.37**
Amount assuming goal attainment as per the compensation plan	377,095.70	1,272,445,99	0.00	**1,649,541.69**
Amount effectively recognized in the result				**0.00**
PROFIT SHARING				
Minimum amount projected in the compensation plan	0.00	0.00	0.00	**0.00**
Maximum amount projected in the compensation plan	469,758.75	469,758.75	0.00	**939,517.50**
Amount assuming goal attainment as per the compensation plan	469,758.75	469,758.75	0.00	**939,517.50**
Amount effectively recognized in the result	1,413,741.76	1,413,741.76		**2,827,483.52**

Fiscal year: 12/31/2021

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	17.67	8	6	**31.67**
Number of remunerated members	2	8	0	**10.00**
BONUS				
Minimum amount projected in the compensation plan	0.00	0.00	0.00	**0.00**
Maximum amount projected in the compensation plan	815,035.22	3,027,198.28	0.00	**3,842,233.50**
Amount assuming goal attainment as per the compensation plan	407,517.61	1,513,599.14	0.00	**1,921,116.75**
Amount effectively recognized in the result				**0.00**
PROFIT SHARING				
Minimum amount projected in the compensation plan	0.00	0.00	0.00	0.00
Maximum amount projected in the compensation plan	519,809.78	2,741,619.25	0.00	**3,261,429.03**
Amount assuming goal attainment as per the compensation plan	259,904.89	1,370,809.63	0.00	**1,630,714,52**
Amount effectively recognized in the result	975,714.88	5,092,874.77		**6,068,589,65**

Fiscal Year: 12/31/2020

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	16.58	7	5.33	**28.91**
Number of remunerated members	3	7	0	**10.00**
BONUS				
Minimum amount projected in the compensation plan	0.00	0.00	0.00	0.00
Maximum amount projected in the compensation plan	619,170.70	1.942.693,94	0.00	**2.561.864,64**
Amount assuming goal attainment as per the compensation plan	412,780.47	1.295.129,30	0.00	**1.707.909,77**
Amount effectively recognized in the result				**0,00**
PROFIT SHARING				
Minimum amount projected in the compensation plan	0.00	0.00	0.00	0.00
Maximum amount projected in the compensation plan	432,139.14	2,018,195.56	0.00	**2,450,334.70**
Amount assuming goal attainment as per the compensation plan	288,092.76	0.00	0.00	**288,092.76**
Amount effectively recognized in the result	875,193.70			**875,193.70**

8.4 Share based compensation plan

The Company offers its managers a Long-Term Incentive Plan (ILP) sponsored by the directly controlling shareholder, ENGIE Brasil Participações Ltda. ("ENGIE Brasil Participações").

a. General terms and conditions

As described in items 8.1 e 8.8, the Company's directly controlling shareholder, ENGIE Brasil Participações, offers a Phantom Shares-based ILP to the Executive Board and certain members of the Board of Directors, in connection with medium- and long-term goals.

b. Date of approval and responsible body

The ILP plan is approved by Engie Group CEO, Mrs. Catherine MacGregor, and the last plan was approved in mid-2022.

c. Maximum number of shares covered

There is no maximum number of shares covered. The maximum number of Phantom Shares to be distributed corresponds to the maximum individual amount as described in item "g", below, divided by the value of the shares.

d. Maximum number of options granted

As described in item "h", below, the amount of the ILP (% of the annual salary converted into Phantom Shares) is limited to 130% of the Company's compensation range for the executive's position plus the ILP set for the position in question on the granting date. The annual base salary plus adjusted ILP must not exceed this limit.

e. Stock purchase conditions

The ILP is intended for the executives of the Company and of the directly controlling shareholder, ENGIE Brasil Participações, who maintain management agreements and positions with the companies' Executive Boards. The controlling shareholder will annually determine executives eligible for the ILP.

f. Acquisition- or strike-price setting criteria

The market value of the Phantom Shares is calculated as the simple average of the closing price of the EGIE3 stock in the three months preceding the grant date. Upon the plan's 3th anniversary, the market value of the phantom shares (again, calculated as the average closing price of EGIE3 in the 3 months preceding the end of the period) will be the basis for the reward to be paid for goals achieved. The ending date shall be the 15th of March subsequent to the plan's 3th anniversary, after the previous fiscal year's accounts have been drawn and finalized.

g. Maturity-setting criteria

The ILP shall have a duration of 3 years, according to the last review carried out in mid-2022 – vide item 8.4 (b).

h. Settlement

The plan involves a specific deferred bonus paid in cash 3 years after the granting date. Payment of the ILP to Statutory Officers shall be made by the Company, and payment to the Chairman of the Board of Directors shall be made by the directly controlling shareholder, ENGIE Brasil Participações, and reimbursed by the Company.

i. Restrictions on share transfers

Given that the ILP provides for payment of a specific deferred bonus based on phantom shares, share transfers are not possible.

j. Criteria and events that shall, upon occurring, cause the plan's suspension, amendment or extinction

It shall be the prerogative of the directly controlling shareholder, ENGIE Brasil Participações, to at any time, with or without advance notice, modify, change, correct, include or eliminate ILP conditions, as well as to cancel future grants, irrespective of justification.

8.4 Share based compensation plan

h. Effects of the manager's severance from the issuer's managing bodies on his or her rights under the share-based compensation plan

Executives who leave the Company before the end of the 3-year waiting period provided under the ILP shall be automatically waiving right to any payments under the plan. Exceptions may apply in the event of: severance from the Company to perform duties under other ENGIE Group companies, after retirement due to time in employment or illness, joining voluntary severance programs, termination without cause at the discretion of the Company, or due to death of the executive.

8.5 Share-based compensation (Stock Purchase Options)

Fiscal year: 12/31/2023

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	18	8		**26.00**
Number of compensated members	1	4		**5.00**
Potential dilution in the event of the exercise of all options granted	N/A	N/A		**----**
WEIGHTED AVERAGE EXERCISE PRICE OF EACH OF THE FOLLOWING GROUPS OF OPTIONS				
Of outstanding shares at the beginning of the fiscal year	0.00	0.00		0.00
Of options lost and expired during the fiscal year	0.00	0.00		0.00
Of options exercised during the fiscal year	160,150.38	1,572,122.91		**1,732,273.29**

Fiscal year: 12/31/2022

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	18	8		**26.00**
Number of compensated members	1	8		**9.00**
Potential dilution in the event of the exercise of all options granted	N/A	N/A		**----**
WEIGHTED AVERAGE EXERCISE PRICE OF EACH OF THE FOLLOWING GROUPS OF OPTIONS				
Of outstanding shares at the beginning of the fiscal year	0.00	0.00		0.00
Of options lost and expired during the fiscal year	0.00	0.00		0.00
Of options exercised during the fiscal year	160,150.32	345,115.09		**505,265.41**

Fiscal year: 12/31/2021

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	17.67	8		**25.67**
Number of compensated members	1	8		**9.00**
Potential dilution in the event of the exercise of all options granted	N/A	N/A		**----**
WEIGHTED AVERAGE EXERCISE PRICE OF EACH OF THE FOLLOWING GROUPS OF OPTIONS				
Of outstanding shares at the beginning of the fiscal year	0.00	0.00		0.00
Of options lost and expired during the fiscal year	0.00	0.00		0.00
Of options exercised during the fiscal year	111,441.27	2,434,539.14		**2,545,980.41**

Fiscal year: 12/31/2020

	Board of Directors	Executive Board	Fiscal Council	Total
Total number of members	16.58	7		**23.58**
Number of compensated members	1	7		**8.00**
Potential dilution in the event of the exercise of all options granted	N/A	N/A		**----**
WEIGHTED AVERAGE EXERCISE PRICE OF EACH OF THE FOLLOWING GROUPS OF OPTIONS				
Of outstanding shares at the beginning of the fiscal year	0.00	0.00		0.00
Of options lost and expired during the fiscal year	0.00	0.00		0.00
Of options exercised during the fiscal year	319,266.00	1,201,736.12		**1,521,002.12**

8.6 Granting of stock options

Grants planned for the current fiscal year (2023)

	Executive Board
Total number of members	8
Number of paid members	8
Award date	03.15.2023
Number of options awarded	71,260
Option exercise period	03.15.2026
Final option exercise deadline	03.15.2026
Restricted share-transfer period	Not applicable

Stock-based grant – fiscal year ending December 31, 2022

	Executive Board
Total number of members	8
Number of paid members	8
Award date	03.15.2022
Number of options awarded	62,421
Option exercise period	03.15.2025
Final option exercise deadline	03.15.2025
Restricted share-transfer period	Not applicable
Option value on the awarding date (simple average of the closing price in the 3 months preceding the award)	R$39.44
Multiplying the number of shares granted by the fair value of the options on the grant date	2,461,884.24

Stock-based grant – fiscal year ending December 31, 2021

	Executive Board
Total number of members	8
Number of paid members	8
Award date	03.15.2021
Number of options awarded	34,634
Option exercise period	03.15.2025
Final option exercise deadline	03.15.2025
Restricted share-transfer period	Not applicable
Option value on the awarding date (simple average of the closing price in the 3 months preceding the award)	R$43.22
Multiplying the number of shares granted by the fair value of the options on the grant date	1,496,881.48

Stock-based grant – fiscal year ending December 31, 2020

	Executive Board
Total number of members	7
Number of paid members	7
Award date	03.15.2020
Number of options awarded	34,620
Option exercise period	03.15.2024
Final option exercise deadline	03.15.2024
Restricted share-transfer period	Not applicable
Option value on the awarding date (simple average of the closing price in the 3 months preceding the award)	R$50.63
Multiplying the number of shares granted by the fair value of the options on the grant date	1,752,810.60

8.7 Outstanding options

As of the date of this document, there are no outstanding options in the name of members of the Board of Directors and the Executive Board.

8.8 Exercised options and shares delivered

No options or shares were granted relative to share-based compensation in the past 3 fiscal years.

8.9 Potential dilution by share granted

As of the date of presentation of this document, there are no outstanding shares to be delivered directly to the beneficiaries of the Board of Directors and Executive Board.

8.10 Granting of Shares

There were no shares granted related to share-based compensation in the last 3 fiscal years.

8.11 Granted Shares

Justification for not completing the table:

As of the date of presentation of this document, there are no outstanding shares to be delivered directly to the beneficiaries of the Board of Directors and Executive Board.

8.12 Pricing of Shares/Options

The Long-Term Incentive Plan ("ILP") is proposed annually by the directly controlling shareholder, ENGIE Brasil Participações Ltda., in the light of the following:

- Each beneficiary's individual amount will be set as a percentage of the executive's annual base salary.
- From the amount of the "ILP" shall be deducted the average nominal performance value of the last 3 years on the grant date of the performance-based share plan ENGIE S.A. (Performance Shares) granted in the previous year.
- The resulting amount will be converted into a number of phantom shares based on the market value of the company's shares (EGIE3), providing the basis for the amount of the bonus to be paid for objectives attained by the date of the plan's maturity.

a. Pricing model

Awarding of Phantom Shares considers the share's market value and is calculated as the simple average of the closing price of EGIE3 in the 3 months preceding the date of the award. The date of the award is that provided in the Performance Shares plan of the indirectly controlling shareholder, ENGIE S.A., and usually in December each year.

b. Data and assumptions used in the pricing model, including the weighted average price of shares, strike price, expected volatility, option life, expected dividends, and risk-free interest rate

For as long as the plan is in force, the number of shares assigned to determine the amount of the incentive may increase proportionally based on the share price when the company pays its shareholders dividends and interest on shareholders' equity. The restatement is to be carried out by means of the calculation of the dividend yield of the closing price of EGIE3 on the relevant date.

The exact amount of the incentive will be calculated using the following formula: (% SB – – average of the 3 years VF PSP) / price of the EGIE3 share on the plan's starting date = X Number of phantom shares (initial). For the final value of the shares, consider: X Number of Phanton Shares x price of EGIE3 share at closing date. And the total payment will be the final value of the shares multiplied by the performance indicators. Where:

- % SB is a % of the basic annual salary according to the executive's wage matrix on the plan's starting date;
- VF PSP is the face value of the performance shares of ENGIE S.A. granted in the last 3 year, at the quoted price and EUR/BRL exchange rate on the granting date thereof;
- Price of EGIE3 as discussed in letter "a" of the present section.

c. Method and assumptions used to incorporate the expected effects of early exercise

The Group's share based ILP does not provide for early exercise.

d. Means of determining expected volatility

Not applicable to the Group's shares based ILP plan, as share volatility was not a factor in the calculations made to determine the amount of the bonus.

e. Whether any other option features were included in its fair value measurement

Full payment of the ILP shall be a percentage of the value of the shares at the end of the cycle. The percentage will be set based on results achieved according to the plan's four performance indicators, over the plan's 3-year duration: ROCE (return on capital employed) do grupo Engie – 30%, Total Shareholder Return – 25%, RNRPG (Recurring Net Revenue) – 25% and RSE (Corporate Social Responsibility) – 20%.

At the end of the plan's 3-year duration, the market value of the shares (again, calculated as the average closing price of EGIE3 in the 3 months preceding the ending date) will provide the basis for the amount of the bonus to be paid for goals attained. The ending date shall be the 15th of March after the plan's 3th anniversary, after the previous year's results have been finalized.

8.13 Shares held by management body

On December 31, 2022, the Company had 815,927,740 common shares, all nominative and with no face value.

The table next shows the number of shares and other securities held by Directors and Officers of the Company:

Body	Number of shares held on December 31, 2022		
	Common shares		
	Directly	Indirectly	Total
Board of Directors	43,855	-	43,855
Executive Board	7,250	-	7,250
Fiscal Council	4,983	-	4,983
Total	**56,088**	**-**	**56,088**

The shares held by these individuals correspond to 0.006874% of all shares issued.

Share price on December 31, 2022 was R$ 37.88 per share.

8.14 Pension plans

(Amount in Brazilian Reais R$)	Board of Directors	Executive Board
Number of member	18	8
Number of compensated member	2	8
Plan name	CD Plan	CD Plan
Number of members of management qualified for retirement	1	1
Qualifying for early retirement	2	8
Restated amount of the accumulated contributions to the pension plan at the close of the last fiscal year, discounting the portion relating to contributions made directly by members of management	5,660,172.32	26,195,332.88
Total accumulated amount of the contributions made during the last fiscal year, discounting the portion relating to contributions made directly by members of management	49,501.80	809,237.21
Whether early redemption is possible, and under what conditions	Not applicable	Not applicable

Note: The age for Normal Retirement was changed to 60 years old and for Early Retirement it remains from 48 years old.

8.15 Maximum, minimum and average individual compensation

Annual values

	Executive Board			Board of Directors			Fiscal Council		
	12/31/2022	12/31/2021	12/31/2020	12/31/2022	12/31/2021	12/31/2020	12/31/2022	12/31/2021	12/31/2020
No of members	8	8	7	18	18	16.58	6	6	5
No of compensate members	8	8	7	13	15	14.42	6	6	5
Amount of the highest compensation (R$)	3,318,269.17	3,371,882.49	2,361,439.08	2,093,212.03	2,080,483.95	2,193,509.56	164,715.37	151,343.96	146,751.80
Amount of the lowest compensation (R$)	1,032,459.92	846,301.93	968,711.77	162,188.84	147,202.90	138,587.02	82,357.68	75,671.98	146,751.80
Average compensation (R$)	2,152,656.46	2,214,118.93	1,243,682.93	445,076.19	348,075.20	379,839.27	162,399.73	122,670.67	119,310.42

Observation

	Executive Board
12/31/2022	Pursuant to Circular Letter/Annual-2023-CVM/SEP, social charges owed by the employer shall not be within the scope of "benefit of any nature" and shall not be included in the global or individual compensation amounts in this item's compensation tables. The members of the Executive Board and the identified Boards with the highest and lowest compensation occupied their posts throughout the twelve months of the year. The average amount of remuneration on the Fiscal Council in 2020 lower than the lowest remuneration is due to the beginning of payment to alternate members in the middle of the year, where remuneration of 50% of the amount attributed monthly to the holder was defined. The highest and lowest remuneration of the Statutory Audit Committee reflects the sum of the 8 months of payment in fiscal year 2020 from its creation. The average amount of remuneration in the Statutory Audit Committee in 2020 higher than the highest remuneration is due to the period of less than 12 months in the fiscal year from its settlement.
12/31/2021	Pursuant to Circular Letter/Annual-2022-CVM/SEP, social charges owed by the employer shall not be within the scope of "benefit of any nature" and shall not be included in the global or individual compensation amounts in this item's compensation tables. The members of the Executive Board and the identified Boards with the highest and lowest compensation occupied their posts throughout the twelve months of the year.
12/31/2020	Pursuant to Circular Letter/Annual /CVM/SEP n° 01/2021, social charges owed by the employer shall not be within the scope of "benefit of any nature" and shall not be included in the global or individual compensation amounts in this item's compensation tables. The members of the Executive Board and the identified Boards with the highest and lowest compensation occupied their posts throughout the twelve months of the year.

Board of Directors	
12/31/2022	Pursuant to Circular Letter/Annual-2023-CVM/SEP, social charges owed by the employer shall not be within the scope of "benefit of any nature" and shall not be included in the global or individual compensation amounts in this item's compensation tables. The members of the Executive Board and the identified Boards with the highest and lowest compensation occupied their posts throughout the twelve months of the year. The average amount of remuneration on the Fiscal Council in 2020 lower than the lowest remuneration is due to the beginning of payment to alternate members in the middle of the year, where remuneration of 50% of the amount attributed monthly to the holder was defined. The highest and lowest remuneration of the Statutory Audit Committee reflects the sum of the 8 months of payment in fiscal year 2020 from its creation. The average amount of remuneration in the Statutory Audit Committee in 2020 higher than the highest remuneration is due to the period of less than 12 months in the fiscal year from its settlement.
12/31/2021	Pursuant to Circular Letter/Annual-2022-CVM/SEP, social charges owed by the employer shall not be within the scope of "benefit of any nature" and shall not be included in the global or individual compensation amounts in this item's compensation tables. The members of the Executive Board and the identified Boards with the highest and lowest compensation occupied their posts throughout the twelve months of the year.
12/31/2020	Pursuant to Circular Letter/Annual-2023-CVM/SEP, social charges owed by the employer shall not be within the scope of "benefit of any nature" and shall not be included in the global or individual compensation amounts in this item's compensation tables. The members of the Executive Board and the identified Boards with the highest and lowest compensation occupied their posts throughout the twelve months of the year. The average amount of remuneration on the Fiscal Council in 2020 lower than the lowest remuneration is due to the beginning of payment to alternate members in the middle of the year, where remuneration of 50% of the amount attributed monthly to the holder was defined. The highest and lowest remuneration of the Statutory Audit Committee reflects the sum of the 8 months of payment in fiscal year 2020 from its creation. The average amount of remuneration in the Statutory Audit Committee in 2020 higher than the highest remuneration is due to the period of less than 12 months in the fiscal year from its settlement.

Fiscal Council	
12/31/2022	Pursuant to Circular Letter/Annual-2023-CVM/SEP, social charges owed by the employer shall not be within the scope of "benefit of any nature" and shall not be included in the global or individual compensation amounts in this item's compensation tables. The members of the Executive Board and the identified Boards with the highest and lowest compensation occupied their posts throughout the twelve months of the year. The average amount of remuneration on the Fiscal Council in 2020 lower than the lowest remuneration is due to the beginning of payment to alternate members in the middle of the year, where remuneration of 50% of the amount attributed monthly to the holder was defined. The highest and lowest remuneration of the Statutory Audit Committee reflects the sum of the 8 months of payment in fiscal year 2020 from its creation. The average amount of remuneration in the Statutory Audit Committee in 2020 higher than the highest remuneration is due to the period of less than 12 months in the fiscal year from its settlement.
12/31/2021	Pursuant to Circular Letter/Annual-2022-CVM/SEP, social charges owed by the employer shall not be within the scope of "benefit of any nature" and shall not be included in the global or individual compensation amounts in this item's compensation tables.
12/31/2020	Pursuant to Circular Letter/Annual /CVM/SEP n° 01/2021, social charges owed by the employer shall not be within the scope of "benefit of any nature" and shall not be included in the global or individual compensation amounts in this item's compensation tables. The average amount of remuneration on the Fiscal Council in 2020 lower than the lowest remuneration is due to the beginning of payment to alternate members in the middle of the year, where remuneration of 50% of the amount attributed monthly to the holder was defined.

8.16 Remuneration or Compensation Mechanisms

The Company has no contractual arrangements, insurance policies or other instruments establishing compensation or indemnification mechanisms for members of management in the event of removal from the position or retirement.

8.17 Percentage of related parties in total remuneration

The compensation of the members of the Board of Directors who have labor contracts linked either directly or indirectly to the controllers of the Company corresponded to 44% (forecast), 43%, 57% and 63%, of total compensation of the Board of Directors in 2023, 2022, 2021 and 2020 respectively. In the past 3 years, no members of the Fiscal Council were deemed related parties to the Company's controlling shareholders.

8.18 Compensation – Other functions

No compensation was paid to members of the Board of Directors, the Executive Board or Fiscal Council for any reason other than the positions held in the past 3 fiscal years, as well as there is no expectation of payment for the current year.

8.19 Compensation recognized from controlling/subsidiary companies

The Company's Controlling Conglomerate, ENGIE S.A., has a performance share grant program that may be awarded to senior executives and professionals under the conditions in force.

The table next shows the average awards of share of the Controlling Conglomerate to members of the Company's Board of Executives:

FY 2023 – Compensation received for Positions Held with the Company

	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee	Total
Directly and indirectly controlling shareholders	-	243,677.86	-	-	243,677.86
Controlled entities of the Company	-	-	-	-	-
Jointly controlled entities	-	-	-	-	-

FY 2022 – Compensation received for Positions Held with the Company

	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee	Total
Directly and indirectly controlling shareholders	-	383,011.12	-	-	383,011.12
Controlled entities of the Company	-	-	-	-	-
Jointly controlled entities	-	-	-	-	-

FY 2021 – Compensation received for Positions Held with the Company

	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee	Total
Directly and indirectly controlling shareholders	-	225,063.88	-	-	225,063.88
Controlled entities of the Company	-	-	-	-	-
Jointly controlled entities	-	-	-	-	-

FY 2020 – Compensation received for Positions Held with the Company

	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee	Total
Directly and indirectly controlling shareholders	-	122,958.57	-	-	122,958.57
Controlled entities of the Company	-	-	-	-	-
Jointly controlled entities	-	-	-	-	-

8.20 Other relevant information

Pursuant to Circular Letter/Annual-2022-2023-CVM/SEP, social charges owed by the employer shall not be within the scope of "benefit of any nature", and shall not be included in the global or individual compensation amounts in this item's compensation tables.

The social charges segregated from this item's tables in fiscal years 2023, 2022, 2021 and 2020 were R$ 8,044,334.58 (forecast), R$ 6,332,686.48, R$ 5,563,453.67 and R$ 3,242,642.25, respectively.

Annual average number of total members per body

FY 2022

Month	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee
January	18	8	6	3
February	18	8	6	3
March	18	8	6	3
April	18	8	6	3
May	18	8	6	3
June	18	8	6	3
July	18	8	6	3
August	18	8	6	3
September	18	8	6	3
October	18	8	6	3
November	18	8	6	3
December	18	8	6	3
Total	**216**	**96**	**72**	**36**
Annual average member	**18**	**8**	**6**	**3**

FY 2021

Month	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee
January	18	8	6	3
February	18	8	6	3
March	18	8	6	3
April	18	8	6	3
May	18	8	6	3
June	18	8	6	3
July	18	8	6	3
August	16	8	6	3
September	16	8	6	3
October	18	8	6	3
November	18	8	6	3
December	18	8	6	3
Total	**212**	**96**	**72**	**36**
Annual average member	**17.67**	**8**	**6**	**3**

8.20 Other relevant information

FY 2020

Month	Board of Directors	Executive Board	Fiscal Council	Statutory Audit Committee
January	17	7	4	0
February	17	7	4	0
March	17	7	4	0
April	17	7	4	0
May	17	7	6	3
June	16	7	6	3
July	16	7	6	3
August	16	7	6	3
September	16	7	6	3
October	16	7	6	3
November	17	7	6	3
December	17	7	6	3
Total	**199**	**84**	**64**	**24**
Annual average member	**16.58**	**7**	**5.33**	**2**

Auditors - 9.1/9.2 Identification and remuneration

CVM Code	004715	
Corporate Name	**Type of Auditor**	**CPF/CNPJ**
ERNST & YOUNG AUDITORES INDEPENDENTES S.S.	Corporate	61.366.936/0001-25
Date of contracting the service	**Commencement date**	
01/01/2022	04/04/2022	

Description of contracted services

a) Audit of the Financial Statements prepared under the accounting practices adopted in Brazil (BR GAAP) and the International Financial Reporting Standards (IFRS) for the years ended from December 31, 2022, 2023 and 2024;
b) Audit of the Statutory Financial Statements of subsidiaries prepared in accordance with the Electricity Sector Accounting Manual, approved by the Brazilian Electricity Regulatory Agency (Aneel), for the years ended from December 2022, 2023 and 2024;
c) Review of the Quarterly Information (ITR) for the quarters ended on March, 31, June, 30 and September 30, 2022, 2023 and 2024;
d) Provision of limited assurance in relation to compliance with covenants included in financing and debenture contracts for the years ended from December 31, 2022, 2023 and 2024;
e) Review of the Digital Tax Accounting Bookkeeping (ECF) relating to the years ended from December 31, 2022, 2023 and 2024.

Total remuneration paid to independent auditors by type of service, in the last fiscal year

The fees paid to the independent auditors engaged in 2022 for the provision of audit services to the Company and its subsidiaries totaled R$ 2,249,206. This amount is broken down as follows: (a) audit of the financial statements for the year ended on December 31, 2022 - R$ 1,381,127, audit of the statutory financial statements for the year ended December 31, 2022 - R$ 68,528 and review of the 2022 Quarterly Information (ITR) - R$ 134,963 - reaching a total of R$ 1,584,618; (b) provision of limited assurance in relation to the fulfillment of contract obligations as of December 31, 2022 - R$ 114,650; and (c) review of the Digital Tax Accounting Bookkeeping (ECF) relating to the year ended December 31, 2022 - R$ 85,459; (d) audit of Reporting Package for the year ended on December 31, 2022 - R$ 464,479. The agreed-upon fees are annually adjusted by the variation of the Extended Consumer Price Index (IPCA), calculated by the Brazilian Institute of Geography and Statistics ("IBGE"), as from the date of execution of the agreement. On April 04, 2022 the Company signed Amendment No. 01 to the contract with Ernst & Young Auditores Independentes S.S. to carry out independent audit services at the Company and its subsidiaries during the year 2022 in the amount of R$ 283,500, composed of the same services as the current contract, referring to the fiscal years ending on December 31, 2022, 2023 and 2024, for acquired companies Solairedirect Holding, Floresta Holding and subsidiaries and Paracatu Holding and subsidiaries.

Justification for replacement

There was no replacement of this auditor.

Reason given by the auditor in case of disagreement with issuer's justification

There was no replacement of this auditor.

CVM Code	003859	
Corporate Name	**Type of Auditor**	**CPF/CNPJ**
DELOITTE TOUCHE TOHMATSU AUDITORES INDEPENDENTES	Corporate	49.928.567/0002-00
Date of contracting the service	**Commencement date**	
01/01/2017	01/01/2017	

Description of contracted services

a) Audit of the Financial Statements prepared under the accounting practices adopted in Brazil (BR GAAP) and the International Financial Reporting Standards (IFRS) for the years ended from December 31, 2017 to December 31, 2021; b) Audit of the Statutory Financial Statements of subsidiaries prepared in accordance with the Electricity Sector Accounting Manual, approved by the Brazilian Electricity Regulatory Agency (Aneel), for the years ended from December 31, 2017 to December 31, 2021; c) Review of the Quarterly Information (ITR) for the quarters ended from March 31, 2017 to March 31, 2021; d) Provision of limited assurance in relation to compliance with covenants included in financing and debenture contracts for the years ended from December 31, 2017 to December 31, 2021; e) Review of the Digital Tax Accounting Bookkeeping (ECF) relating to the years ended from December 31, 2017 to December 31, 2021; f) Issuance of debt instruments in 2018, 2019 and 2020.
Total remuneration paid to independent auditors by type of service, in the last fiscal year
The fees paid to the independent auditors engaged in 2021 for the provision of audit services to the Company and its subsidiaries totaled R$1,485,362. This amount is broken down as follows: (a) audit of the financial statements for the year ended December 31, 2021 – R$1,169,386, audit of the statutory financial statements for the year ended December 31, 2021 – R$61,265, and review of the 2021 Quarterly Information (ITR) – R$124,147, reaching a total of R$1,354,798; (b) provision of limited assurance in relation to the fulfillment of contract obligations as of December 31, 2021 – R$58,969; and (c) review of the Digital Tax Accounting Bookkeeping (ECF) relating to the year ended December 31, 2021 - R$ 71,595. The agreed-upon fees are annually adjusted by the variation of the Extended Consumer Price Index (IPCA), calculated by the Brazilian Institute of Geography and Statistics ("IBGE"), as from the date of execution of the agreement.
Justification for replacement
The replacement of the independent auditors was carried out in compliance with article 31 of CVM Resolution 23/2021, which establishes that the Independent Auditor cannot provide audit services to the same client, for a period exceeding five consecutive years.
Reason given by the auditor in case of disagreement with issuer's justification
The auditor did not disagree with the replacement.

9.3 Independence and conflict of interests of Auditors

Throughout 2022, the Company contracted tax consulting services, not related to the independent audit.

It is the responsibility of the Statutory Audit Committee (CAE) to monitor eventual conflicts of independence of the internal and external auditors. In addition, the Internal Regulations of the Statutory Audit Committee, approved at the 225th Meeting of the Board of Directors held on November 04, 2021 of controlling ENGIE, provides in item 5, in addition to the attributions, the provision of recommendations to the board of directors, with regard to the effectiveness of services and the independence of audits, internal and independent.

In view of this, the Summary Report of the Statutory Audit Committee, disclosed in the financial statements of December 31, 2002 of controlling ENGIE, highlights that in 2022, CAE held four meetings with the Company's Board of Directors. Among the activities carried out by the committee, the Ernst & Young Auditores Independentes S.S. Ltda. auditors' independence policies were evaluated, review of the planning, risk analysis, execution, extension, procedures and materiality concepts adopted in the audit work of the financial statements of ENGIE Group. In addition, information was also obtained to ensure the independence of the auditors and the absence of conflicts of interest in work other than audits of the financial statements.

9.4 Other material information

Replacement of the independent auditors

In compliance with Article 31 of CVM Resolution No. 23, of February 25, 2021, which establishes that Independent Auditors must not provide auditing services to the same client for more than five consecutive years, the Company's Board of Directors, during meeting 288 held on February 14, 2022, approved the engagement of Ernst & Young Auditores Independentes S.S. to provide independent audit services related to the financial statements of ENGIE Brasil Energia and its subsidiaries, effective from the review of the Quarterly Information (ITR) for the quarter ended March 31, 2022, thus replacing Deloitte Touche Tohmatsu Auditores Independentes.

10.1 Description of Human Resources

Number of employees by gender declaration

	Female	Male	Non binary	Other	Choose not to respond
Leadership	34	251	0	0	0
Non-leadership	290	640	0	0	0
TOTAL = 1,215	324	891	0	0	0

Number of employees by color or race statement

	Yellow	White	Black	Brown	Indigenous	Other	Choose not to respond
Leadership	2	220	11	52	0	0	0
Non-leadership	7	722	38	162	1	0	0
TOTAL = 1,215	9	942	49	214	1	0	0

Number of employees by position and age group

	Under 30 years	From 30 to 50 years	Above 50 years
Leadership	1	226	58
Non-leadership	197	680	53
TOTAL = 1,215	198	906	111

Number of employees by position and geographic location

	North	Northeast	Midwest	Southeast	South	Abroad
Leadership	61	23	21	1	179	0
Non-leadership	38	99	71	4	718	0
TOTAL = 1,215	99	122	92	5	897	0

Number of employees by geographic location and gender

	Female	Male	Non binary	Other	Choose not to respond
North	10	89	0	0	0
Northeast	23	99	0	0	0
Midwest	15	77	0	0	0
Southeast	2	3	0	0	0
South	274	623	0	0	0
Abroad	0	0	0	0	0
TOTAL = 1,215	324	891	0	0	0

Number of employees by geographic location and color or race

	Yellow	White	Black	Brown	Indigenous	Other	Choose not to respond
North	0	42	5	52	0	0	0
Northeast	0	53	16	53	0	0	0
Midwest	1	61	6	24	0	0	0
Southeast	0	4	0	0	1	0	0
South	8	782	22	85	0	0	0
Abroad	0	0	0	0	0	0	0
TOTAL = 1,215	9	942	49	214	1	0	0

Number of employees by geographic location and age group

	Under 30 years	From 30 to 50 years	Above 50 years
North	3	83	13
Northeast	25	89	8
Midwest	10	79	3
Southeast	0	2	3
South	160	653	84
Abroad	0	0	0
TOTAL = 1,215	198	906	111

10.1 Description of Human Resources

Aware that its human capital forms the basis of other competitive differentials, ENGIE Brasil Energia strives to build and maintain a safe, respectful and inclusive work environment that provides all people with opportunities to realize their potential and thereby thrive. At the end of 2022, The Company's staff was made up of 1,215[1] direct employees – practically stable number compared to the previous year –, the majority allocated in the South Region of the country (see graphs presented in the sequence of the item). This data refers to professionals who work in assets in which ENGIE Brasil Energia holds 100% control.

All Company employees are guaranteed the right to freedom of association, collective bargaining and internal representation, as provided for in the guidelines of the International Labor Organization (ILO). In 2022, all contractors (100%) were covered by collective bargaining agreements, discussed and signed with representative entities.

Furthermore, throughout the year, 201 admissions were made, a number 23% higher than those registered in 2021. Layoffs, in turn, were reduced by 20%, totaling 156 at the end of the period. About 85% of hirings took place in the South Region, with a predominance of professionals aged between 30 and 50 years (61.5% of the total). Finally, the turnover rate was at 14.7%. The execution of the Voluntary Dismissal Program (PDV), initiated in the previous year, contributed to this result. Of the total number of voluntary layoffs recorded in 2022, 25% correspond to employees who joined the Program – which also explains, in part, the higher volume of layoffs of professionals over 50 years old (30.1% of the total), age group with higher adherence to the PDV.

b. number of outsourced employees (total, by groups, based on the activity performed, and by geographic location)

FY ended on December 31, 2022			
	Activity		
Geographic location	Technical support	Administrative support	Total per geographic location
South Region	855	177	1,032
Midwest Region	45	44	89
Southeast Region	117	40	157
North Region	49	18	67
Northeast Region	178	41	219
Total	**1,244**	**320**	**1,564**

c. turnover rate

The Company’s consolidated turnover rates were 14.69% in 2022, 19.87% in 2021 and 14.07% in 2020.

More details are described in item “10.2” below.

[1] All worked full-time and 95.2% were hired for an indefinite period – 58 people had a temporary contract.

10.2 Material changes

In 2022, the turnover rate was 14.69%, still due to the continuity of the Voluntary Dismissal Plan (PDV), started in 2021 and lasting until 2024, and with an offset in the percentage due to admissions corresponding to some diversity programs of the company, as a Trainee for female engineers and the PWD program, in addition to new openings due to business growth. In 2021, the turnover rate increased to 19.87%, due to the sale of Diamante, as part of the Company's decarbonization strategy, and the launch of the PDV. This variation in the index was attenuated by the continuity of works on Novo Estado and Gralha Azul Transmission Systems.

10.3 Employees Compensation Policy and Practices

a. Salary and Variable Compensation Policy

Compensation policy:

The Company's compensation policy is to maintain a compensation system that is in line with market practices and meets the interests of the Company and its employees. Accordingly, the Company considers the following aspects:

- The amount paid to the employees for their work at the Company should be compatible with the market value of this work, according to the remuneration strategy adopted by the Company;
- Compensation should reflect the responsibilities of each employee, the level of performance, and the results achieved, whether individually or by the team.

Variable compensation system:

To supplement the fixed compensation payment, the Company maintains a variable compensation system that is determined based on the achievement of business objectives, and the percentage of fulfilment of the targets linked to these objectives. This is measured on a yearly basis, through the Company's financial results, and the assessment of the performance of the Company and its areas. Thus, variable compensation is made up by:

- Profit-sharing Program (PLR): applicable to all Company employees and conditioned to business results, as measured by the EBITDA for the period, and the achievement of department targets. These criteria are negotiated with unions and established in the Collective Bargaining Agreement (ACT). PLR payments result in competitive compensation values if compared to those used in the Brazilian job market.
- Management Bonus Program: applicable to all employees classified in a management career, the program relates to the achievement of business objectives and targets for the area, and it is conditioned to the percentage of achievement of such targets.

Management proposal encompasses the amount of up to R$ 43.29 million by way of employees PLR, related to 2022, to be distributed according to the criteria defined in the Company's Remuneration System and Collective Bargaining Agreements.

b. Benefits Policy

In order to attract, retain and motivate professionals who are in line with the values of the Company, it offers benefits that seek to balance market trends and the aspirations of the employees.

c. Characteristics of share-based compensation plans for non-management employees

The Company does not have a share-based incentives program for non-management employees. However, without burden and not linked to the results, Company employees may participate in the program established by the Controlling Group – ENGIE, as mentioned in item 10.3.

(i) **Ratio between (i) highest individual pay (considering the composition of the remuneration with all the items described in item 8.2.d)., recognized in the issuer's income result in the last fiscal year, including statutory administrator compensation, if applicable; and (ii) a median of the individual remuneration of the issuer's employees in Brazil, disregarding the highest individual remuneration, as recognized in its result in the last fiscal year**

The ratio between the highest individual compensation and the median individual compensation of employees is 15.6 times.

10.4 Relations Between the Issuer and Unions

The Company follows the norms established by the International Labor Organization (ILO) regarding freedom of association, collective bargaining rights, and the internal representation of the employees.

- **Law No. 10.101 –** Provides for the employees' share in the Company's profit or results, among other dispositions.

Evidence: through the Collective Bargaining Agreements negotiated with the Unions that represent the employees.

- **ILO Convention No. 87** - Provides for Freedom of Association and Protection of Association Rights.

Evidence: through the Collective Bargaining Agreements negotiated with the Unions representing the employees, and the discount of union fees from the payroll on a monthly basis.

- **ILO Convention No. 98** - This Convention provides for the Application of Association and Collective Bargaining Principles.

Evidence: through the Collective Bargaining Agreements negotiated with the Unions representing the employees, and the discount of union fees from the payroll on a monthly basis.

There were no stoppages or workers' strikes in the Company in the last 3 years.

As a result of the negotiation of Collective Bargaining Agreements, the Company maintains a relationship with the following unions:

INTERSUL

- Union of Workers in the Electricity Industry of Florianópolis;
- Union of Workers in the Electricity Industry of Lages;
- Union of Active Salaried Employees, Retirees and Pensioners of Electricity Generation, Transmission or Distribution Companies, or the Like, of the State of Rio Grande do Sul, or Employees Assisted by Private Security Foundations Originated from the Electricity Sector (SENERGISUL); and
- Intermunicipal Union of Workers in the Energy Industry of Minas Gerais,
- National Federation of Urban Industries' Workers.

INTERSINDICAL

- Union of Accountants of Greater Florianópolis;
- Union of Economists of the State of Santa Catarina;
- Union of Administrators of the State of Santa Catarina;
- Union of Industrial Technicians of Santa Catarina ´SINTEC-SC
- Union of Engineers of Santa Catarina – SENGE-SC
- National Federation of Industrial Technicians (includes the Union of Industrial Technicians);
- National Federation of Engineers (includes the Engineers' Union); and
- National Federation of Accountants.

10.5 Other relevant information

There is no other information that the Company deems relevant in relation to this Section of the Reference Form.

11.1 Rules, policies and practices

The Company has entered into agreements with its direct and indirect subsidiaries and with companies controlled by the same Economic Group, ENGIE, which are presented in item "11.2" hereof.

The contracting of the operations described in item "11.2" was approved by the Management Bodies of the Company, its subsidiaries (direct and indirect) and its Parent Company (ENGIE), as the case may be, in compliance with the limits of authority defined in the Company's Bylaws and in its internal procedures for contracting such operations.

The Company has a "Regulations of the Special Independent Committee on Transactions with Related Parties" ("Regulation"), the current version of which was approved by the Board of Directors, at the 106th Meeting, held on September 30, 2010, in order to ensure that transactions with related parties observe strictly arm's length conditions negotiated independently, through a transparent and secure process. The Regulation is available on the Company's website (https://www.engie.com.br/investidores/governanca-corporativa/estatuto-social- codigos-e-politicas).

Considering that the Company operates in the electricity sector, legal transactions carried out between concessionaires, permissionaires and authorized agents and parties related to them must be submitted to Aneel's prior consent, and non-compliance with this requirement may give rise to the application of penalties.

Special Independent Committee on Transactions with Related Parties

On October 1, 2010, the Company and its Parent Company, ENGIE Brasil Participações Ltda made a presentation to shareholders and the market in general, in which amendments were announced in the governance practice to be applied to transactions involving related parties, especially acquisitions of companies belonging to its Controlling Economic Group, ENGIE.

The main innovation in governance was the creation of a Committee called "Special Independent Committee on Transactions with Related Parties", created by the Board of Directors, at the 106th Meeting, held on September 30, 2010, which, when called, will have the following main duties and characteristics:

- It will be appointed by the Board of Directors and composed of three (3) to five (5) members, chosen among independent members of the Board of Directors and executives of the Company, with the majority being independent members of the Board. The independence of the members is characterized as defined by Novo Mercado (B3);
- it will be responsible for negotiating transactions with ENGIE and presenting recommendations to the Company's Board of Directors; and
- it will be authorized to hire attorneys, financial and accounting advisors, technical advisors and other advisors to support the negotiations.

Adherence to the recommendations of the Brazilian Corporate Governance Code ("Code")

The Company has governance policies and practices in place to be applied to transactions involving related parties, aiming at total transparency and security for all those involved.

The Board of Directors approved, at the 218th Meeting, held on April 27, 2021, the Policy on Transactions with Related Parties ("Related Party Policy"), applicable to all its subsidiaries, shareholders, members of the Board of Directors and members of the advisory committees of the Company, and must be respected by employees, statutory officers and other employees of the Company when carrying out transactions with them on behalf of the Company.

11.2 Items 'n.' and 'o.'

For the purposes of this section, under the terms of the Related Party Policy, the following are considered to be related parties of the Company: (a) the individual, or close family member of such person, who (i) controls the Company, in a full or shared manner, directly or indirectly; (ii) has significant influence over the Company; and/or (iii) is a member of the key management personnel of the Company, its Subsidiaries or its Parent Company; (b) the legal entity which (i) is Controlled by the Company, or Controlled by a person identified in item (a), in a full or shared manner, directly or indirectly; (ii) is under common Control with the Company; (iii) is an affiliate of the Company or members of its economic group; (iv) holds, directly or indirectly, an interest in a joint venture, as defined in CPC 05, with the Company or with members of its economic group; (v) is a key person of the Management of the Company, its Subsidiaries or its Parent Company; (vi) has as a key management person a person appointed in item (a)(i) above or is under the significant influence of a person appointed in item (a)(i) above; (vii) manages a post-employment benefit plan whose beneficiaries are employees of both entities, on the one hand, of the Company (or any company of its economic group) and, on the other hand, of such Related Party; and/or (viii) the Parent Company holds a material interest, starting at twenty percent (20%), in any investee of the Company and is not a member of its economic group.

The Related Party Policy provides for the possibility of carrying out transactions with related parties and the main guidelines are: (i) negotiation and contracting under market conditions; (ii) negotiation as provided for in the Rules of the Special Independent Committee, free from Conflict of Interest between Related Parties; and (iii) entered into in writing, specifying its main characteristics and conditions.

Transactions with Related Parties carried out under conditions other than Market Conditions or which are alien to the Company's corporate purpose and/or not observing the limits set forth in the Bylaws and other rules established by the Company's management are prohibited. Transactions with Related Parties are also prohibited in the following cases, except in the event of a decision to the contrary by the competent bodies: (i) granting of loans or guarantees to individuals with significant influence on the Company, key personnel of the Company's Management, as well as the Company's Parent Company; (ii) transactions that do not comprise activities regularly and commonly carried out by Related Parties and Close Members of their Family in the normal course of their business; (iii) transactions that contain forms of compensation for advisors, consultants or intermediaries that generate a conflict of individual interests of these people with the Company; and/or (iv) transactions with the participation of employees, key management personnel, close members of their family, in business of a private or personal nature that interfere or conflict with the interests of the Company or result from the use of confidential information obtained as a result of exercising their position or function in the Company.

Pursuant to the Related Party Policy, the Company understands that a conflict of interest between Related Parties means the situation, potential or actual, in which one of the Related Parties, with decision-making power or the power to command or actively participate in transactions and negotiations involving the Company, effectively participates in its negotiation or approval by the Company, although it may have its own interests, direct or indirect, conflicting and irreconcilable with the interests of the Company, which could impact the exercise of its powers and rights in relation to the Company, to the detriment of the interests of the Company. A conflict of interest will not be presumed when the Related Party that could have a conflict of interest does not act simultaneously for the two parties in the negotiation or in the approval of the transaction. Furthermore, there will be no conflict of interest between Related Parties (a) if the transaction or specific situation has been submitted to the Board of Directors and the Board of Directors has acknowledged the absence of a conflict of interest in the specific case; or (b) when the negotiation or approval of the Related Party in the transaction is allowed by the applicable legal and regulatory rules, or by CVM´s case law.

In view of the potential conflict of interest in these situations, the Company seeks to ensure that all decisions or recommendations that may grant a private benefit to any of its shareholders, members of the Board of Directors, members of the Committees, family members, its investees or persons related to them are made with full transparency.

In addition to the fact that the Company is part of an economy sector where there is strong presence of the regulatory body, the Company and its Subsidiaries act to mitigate possible conflicts of interest, through their governance policies ensured by the Special Independent Committee.

11.2 Items 'n.' and 'o.'

n. identify measures taken to address conflicts of interest

The Company's business conduct follows the best corporate governance practices and those recommended by legislation and/or regulation. The Company is committed to ensuring that its business relationships are transparent and balanced, ensuring that the information is authentic. The operations presented in item "11.2" were carried out at usual market values, rates and terms, on an arm's length basis, therefore, do not generate any benefit or loss for the parties involved. When the entities of its Controlling Economic Group, ENGIE, establish business relationships with each other, they adopt the same impartiality that is applicable to customers and external suppliers.

The procedures necessary for decision making, with regard to transactions with related parties, comply with the determinations established in the Bylaws, in the Policy on Prevention of Conflicts of Interest and in the Related Party Policy, in addition to the Regulations of the Company's Special Independent Committee on Transactions with Related Parties, and the resolutions are adopted by the relevant management bodies. Pursuant to the Brazilian Corporation Law, any shareholder or member of the Board of Directors is expressly prohibited from voting on a matter that conflicts with the Company's interests or that may benefit them in a particular way.

The operations carried out by the Company with related parties are supported by previous assessments of their terms and conditions and, mainly, of the Company's strict interest in their execution.

o. demonstrate the strictly arm's length nature of the agreed conditions or the adequate compensatory payment

Complementary information on the operations listed in the table of item "11.2"

- Transactions with entities over which the Company has shared control

Transactions between related parties are carried out by the Company and its subsidiaries, direct or indirect, upon the approval of the other partners that hold shared control, when applicable, thus avoiding any conflict of interest between the parties. The main transactions between these related parties are as follows:

- Purchase and sale of energy

Itá Energética S.A. (Itasa) maintains an energy sale agreement for its shareholders whose amount of energy sold corresponds to the interest of each partner in the capital stock of the jointly-controlled company. The contracted portion related to the Company is 167 MW. Itasa also has a specific energy sale agreement with the Company totaling 61 MW. These agreements were defined and approved in 2001 by all the partners and were necessary for the feasibility of the enterprise.

The amounts of the energy purchase and sale agreements signed between Energia Sustentável do Brasil S.A., Geramamoré Participações, ENGIE Brasil Energia S.A., ENGIE Trading Comercializadora de Energia Ltda. and ENGIE Brasil Energia Comercializadora de Energia Ltda. did not reach the limits established for analysis by the Related party Committee, being brought to the attention of the Company's Board of Directors, as provided for in the bylaws. The operation was based on the Company's portfolio management strategy. The contracted prices are consistent with those practiced in the market, guaranteeing the arm's length nature of the operation for both parties.

- Operation and maintenance services

The operation and maintenance service agreement with Itá Hydroelectric Power Plant was entered into, within the scope of Itá Consortium, in 1998, having been approved by all the partners. One of the factors that contributed to the choice of the Company by the other partners of the Consortium was its reputation and proven experience in managing the operation and maintenance activities of hydroelectric power plants.

The agreement to provide operating and maintenance services for Estreito Hydroelectric Power Plant, signed within the scope of Estreito Energia Consortium in 2010, was approved by all the consortium members. The service provider was chosen through a competitive price-taking process, in which the Company was the winner due to the combination of price and experience in the execution of operation and maintenance services for hydroelectric power plants.

11.2 Related Party Transactions

Related party	Transaction date	Amount involved (BRL *Reais*)	Existing balance	Amount (BRL *Reais*)	Duration	Interest rate charged
Itá Energética S.A. (Itasa)	09/11/1998	186,140,000.00	305,228,000.00	186,140,000.00	Until 10.16.2030	0.000000
Relationship with the issuer	Direct subsidiary.					
Purpose of the Agreement	Provision of administration, planning, engineering, execution and control services for the operation and maintenance that may be necessary for the execution of the tests and the regular and efficient operation of Itá Hydro Power Plant. Agreement with an annual update rate stipulated by the variation of the IGP-M.					
Guarantee and insurance	It is the obligation of the companies that make up Consórcio Itá to take out adequate insurance coverage for the risks of accidents in the facilities and equipment of Itá Hydro Power Plant.					
Termination or expiration	Default of unremedied obligations; and notifications of irregularities that are not remedied by the infringing party, within 180 days.					
Nature and reason for the operation	Provision of plant operation and maintenance services. The choice of service provider was defined by combining price with experience in performing operation and maintenance services for hydroelectric power plants					
Issuer's contractual position	Creditor					
Consórcio Estreito Energia (Ceste)	04/29/2010	199,706,000.00	98,318,000.00	199,706,000.00	Until 05.01.2025	0.000000
Relationship with the issuer	Indirect parent company.					
Purpose of the Agreement	Pre-operation activities of the plant's facilities, as well as the activities that are necessary for the operation of the plant and the transmission line. Contract with an annual update rate stipulated by the variation of the INPC (80%) and IPCA (20%).					
Guarantee and insurance	As guarantee for the fulfillment of the obligations, the Company must provide the Consortium with a guarantee that may be insurance or a bank guarantee. Additionally, during the term of the agreement, the Consortium must obtain and maintain the required and necessary insurance for the plant's facilities.					
Termination or expiration	Force majeure; default of obligations; expropriation or compulsory acquisition of the plant's facilities; bankruptcy, insolvency, settlement, merger, restructuring, judicial or extrajudicial reorganization or any other form of dissolution of the party; revocation or termination of the concession agreement by Aneel; false or incorrect representation or guarantee given; and non-payment.					
Nature and reason for the operation	Plant operation activities, as well as other activities inherent to the generation of energy that are necessary for the operation of the transmission line. The contracted prices are consistent with those practiced by the market, ensuring commutability for both parties.					
Issuer's contractual position	Creditor					
Ibitiúva Bioenergética S.A. (Ibitiúva)	01/01/2018	522,000.00	462,000.00	522,000.00	12.31.2025	0.000000
Relationship with the issuer	Indirect subsidiary.					
Purpose of the Agreement	Provision of management, planning, control and economic, accounting, tax, legal and financial management services. Agreement with an annual update rate stipulated by the variation of the INPC.					

11.2 Related Party Transactions

Related party	Transaction date	Amount involved (BRL Reais)	Existing balance	Amount (BRL *Reais*)	Duration	Interest rate charged
Guarantee and insurance	None					
Termination or expiration	The agreement may be terminated at any time by either party, by means of written notice to the other party with thirty (30) days in advance, or in case of breach of agreement and in the cases provided for by law, in the latter two cases with waiver of notice.					
Nature and reason for the operation	The provision of management, planning, control and economic, accounting, tax, legal and financial administration services are centralized in the parent company, with the objective of maintaining uniformity and excellence in the procedures performed. ENGIE controlling company is reimbursed for the services provided, and the prices practiced in this transaction are in line with those practiced by the market, guaranteeing commutability for both parties.					
Issuer's contractual position	Creditor					
Energia Sustentável do Brasil S.A.	09/30/2016	383,480,000.00	381,976,000.00	383,480,000.00	12.31.2042	0.000000
Relationship with the issuer	The Company and ESBR are under common control of ENGIE Brasil Participações Ltda.					
Purpose of the Agreement	Purchase of electricity (14,022 MW average). Agreement with an annual update index stipulated by the variation of the IPCA, with a base date for the adjustment stipulated in September.					
Guarantee and insurance	No guarantee as long as the Company maintains a National Long-Term Rating greater than or equal to "AA-", disclosed by Fitch Rating agency.					
Termination or expiration	Bankruptcy/reorganization; default of obligations; lack of payment.					
Nature and reason for the operation	The transaction is justified by ENGIE portfolio management strategy. The contracted prices are consistent with those practiced by the market, ensuring commutability for both parties.					
Issuer's contractual position	Debtor					
Energia Sustentável do Brasil S.A.	12/20/2021	316,877,000.00	345,555,000.00	316,877,000.00	12.31.2038	0.000000
Relationship with the issuer	ENGIE Brasil Energia Comercializadora Ltda. (EBC) is a wholly-owned subsidiary of the Company. EBC and ESBR are under common control of ENGIE Brasil Participações Ltda.					
Purpose of the Agreement	Sale of electricity (13.46 MW average). Agreement with an annual adjustment index stipulated by the variation of the IPCA, with a base date for the adjustment stipulated in September.					
Guarantee and insurance	As guarantee for the fulfillment of its obligations, ESBR must provide a guarantee that may be a letter of guarantee or a surety bond.					
Termination or expiration	Bankruptcy/reorganization; default of obligations; lack of payment.					
Nature and reason for the operation	The transaction is justified by ENGIE portfolio management strategy. The contracted prices are consistent with those practiced by the market, ensuring commutability for both parties.					
Issuer's contractual position	Creditor					

11.2 Related Party Transactions

Related party	Transaction date	Amount involved (BRL Reais)	Existing balance	Amount (BRL *Reais)*	Duration	Interest rate charged
Energia Sustentável do Brasil S.A.	12/20/2021	268,669,000.00	292,986,000.00	268,669,000.00	12.31.2038	0.000000
Relationship with the issuer	ENGIE Brasil Energia Comercializadora Ltda. (EBC) is a wholly-owned subsidiary of the Company. EBC and ESBR are under common control of ENGIE Brasil Participações Ltda.					
Purpose of the Agreement	Sale of electricity (11,60 MW average). Agreement with an annual adjustment index stipulated by the variation of the IPCA, with a base date for the adjustment stipulated in September.					
Guarantee and insurance	As guarantee for the fulfillment of its obligations, ESBR must provide a guarantee that may be a letter of guarantee or a surety bond.					
Termination or expiration	Bankruptcy/reorganization; default of obligations; lack of payment.					
Nature and reason for the operation	The transaction is justified by ENGIE portfolio management strategy. The contracted prices are consistent with those practiced by the market, ensuring commutability for both parties.					
Issuer's contractual position	Creditor					
Itá Energética S.A. (Itasa)	01/15/2001	238,866,000.00	789,478,000.00	238,866,000.00	Until 10.16.2030.	0.000000
Relationship with the issuer	Direct subsidiary					
Purpose of the Agreement	Purchase of electricity (61 MW average). Agreement with an annual adjustment index stipulated by the variation of the US Dollar plus US inflation, with a base date for the adjustment stipulated in October.					
Guarantee and insurance	None					
Termination or expiration	Bankruptcy/reorganization; default of unremedied obligations; lack of payment; if the Company ceases to be a shareholder of Itasa.					
Nature and reason for the operation	The transaction is justified by ENGIE portfolio management strategy. The contracted prices are consistent with those practiced by the market, ensuring commutability for both parties.					
Issuer's contractual position	Debtor					
Itá Energética S.A. (Itasa)	01/15/2001	2,218,874,000.00	399,689,000.00	2,218,874,000.00	Until 10.16.2030.	0.000000
Relationship with the issuer	Direct subsidiary					
Purpose of the Agreement	Purchase of electricity (167 MW average). Agreement with an annual updating index stipulated by the IGP-M variation, with a base date for the adjustment stipulated in January.					
Guarantee and insurance	None					
Termination or expiration	Bankruptcy/reorganization; default of unremedied obligations; lack of payment; if the Company ceases to be a shareholder of Itasa.					

11.2 Related Party Transactions

Related party	Transaction date	Amount involved (BRL Reais)	Existing balance	Amount (BRL *Reais)*	Duration	Interest rate charged
Nature and reason for the operation	The transaction is justified by ENGIE portfolio management strategy. The contracted prices are consistent with those practiced by the market, ensuring commutability for both parties.					
Issuer's contractual position	Debtor					

11.3 Other material information

At a meeting of the Company's Board of Directors held on August 5, 2021, the installation of the Special Independent Committee for Related Party Transactions ("Committee") was unanimously approved to assess the project to acquire the control of Solairedict Holding Brasil S.A., owner of the Paracatu and Floresta Photovoltaic Sets, and ENGIE Solar Brasil Energia e Consultoria Ltda., at that date belonging to ENGIE Group. The Committee was formed by Independent Directors Manoel Eduardo Lima Lopes and Karin Koogan Breitman and by the Chief Operating Officer José Luiz Jansson Laydner.

At a meeting of the Company's Board of Directors held on February 14, 2022, the Committee declared that it was in favor of the Transaction with Related Parties mentioned above and for which it was installed.

12.1 Information on Capital Stock

Type of capital	Issued Capital	
Date of authorization or approval	**Payment period**	**Capital amount (Reais)**
12/07/2018	Not applicable	4,902,647,710.37
Number of common shares	**Number of preferred shares**	**Total number of shares**
815,927,740	0	815,927,740

Type of capital	Subscribed Capital	
Date of authorization or approval	**Payment period**	**Capital amount (Reais)**
12/07/2018	Not applicable	4,902,647,710.37
Number of common shares	**Number of preferred shares**	**Total number of shares**
815,927,740	0	815,927,740

Type of capital	Paid-in Capital	
Date of authorization or approval	**Payment period**	**Capital amount (Reais)**
12/07/2018	Not applicable	4,902,647,710.37
Number of common shares	**Number of preferred shares**	**Total number of shares**
815,927,740	0	815,927,740

Type of capital	Authorized Capital	
Date of authorization or approval	**Payment period**	**Capital amount (Reais)**
12/07/2018	Not applicable	2,097,352,289.63
Number of common shares	**Number of preferred shares**	**Total number of shares**
0	0	0

12.2 Foreign Issuers – Rights and rules

The Company considers the filling of item 12.2 as not applicable because it is not characterized as foreign issuer according to the definitions set forth on Resolution CVM n° 03, of August 11, 2020.

12.3 Other Securities issued in Brazil

Securities	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. – 5th issue – Single series
Issue date	12/15/2014
Maturity date	12/15/2024
Quantity (units)	165,000
Total amount (Reais)	165,000,000.00
Outstanding Debit Balance	176,653,102.85
Restriction to circulation	Yes
Description of restriction	Ninety (90) days of each subscription or acquisition by Professional Investors, as provided for in article 13 of CVM Instruction 476. In 2022, said Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however this provides in Article 100, sole paragraph, that "offers in progress on the date of entry into force of this resolution will be governed, including with regard to restrictions on trading in the secondary market of the securities offered, by the rules in force: I - on the date of filing of the registration application; or II - on the date on which the beginning of the offer is informed, in the case of offers exempt from registration."
Convertibility	No
Possibility of redemption	No
Features of debt securities	See item 12.9 of this Reference Form.
Conditions for modification of the rights ensured by said securities	The Debenture holders may, at any time, call a General Meeting of Debenture holders at least 15 days in advance, in order to resolve on matters of interest to the Debenture holders, which require the approval of Debenture holders representing at least half of the Outstanding Debentures, where each outstanding debenture will grant its holder the right to one vote. Changes to the term of validity, date of payment of the unit par value and remuneration, remuneration rates, quorum for resolution of general meetings, early maturity events, waiver or temporary forgiveness of the declaration of early maturity, and definition of the replacement rate, shall be approved by the Issuer and by Debenture holders representing seventy-five percent (75%) of the Outstanding Debentures, must be approved by at least 75% of the Outstanding Debentures.

Securities	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. – 6th emissão - Tranche 2

Issue date	07/15/2016
Maturity date	07/15/2026
Quantity (units)	353,400
Total amount (reais)	353,400,000.00
Outstanding Debit Balance	498,765,430.68
Restriction to circulation	Yes
Description of restriction	Ninety (90) days of each subscription or acquisition by Professional Investors, as provided for in article 13 of CVM Instruction 476. In 2022, said Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however this provides in Article 100, sole paragraph, that "offers in progress on the date of entry into force of this resolution will be governed, including with regard to restrictions on trading in the secondary market of the securities offered, by the rules in force: I - on the date of filing of the registration application; or II - on the date on which the beginning of the offer is informed, in the case of offers exempt from registration."
Convertibility	No
Possibility of redemption	Yes
Assumption and calculation of the redemption value	The Issuer may carry out, at its sole discretion and at any time, provided that at least four (4) years have elapsed from the date of issue, as permitted under Law No. 12.431/11 and pursuant to CMN Resolution No. 4476, of April 11, 2016 (“CMN Resolution No. 4476”), the total early redemption of the Second Series Debentures, in compliance with the provisions of article 55 of the Corporation Law and the provisions of this Indenture. Partial optional redemption of the Debentures will not be allowed.
Features of debt securities	See item 12.9 of this Reference Form
Conditions for modification of the rights ensured by said securities	The Debentureholders may, at any time, call a General Meeting of Debentureholders at least 15 days in advance, in order to make changes to the guaranteed rights, which require the approval by Debentureholders representing at least half of the Outstanding Debentures, where each Outstanding Debenture shall entitle its holder to one vote. Changes to the term of validity, date of payment of the unit par value and remuneration, remuneration rates, quorum for resolution of general meetings, early maturity events, waiver or temporary forgiveness of the declaration of early maturity, and definition of the replacement rate, shall be approved by the Issuer and by Debentureholders representing seventy-five percent (75%) of the Outstanding Debentures, must be approved by at least 75% of the Outstanding Debentures. The waiver or temporary forgiveness of the declaration of early maturity of the Debentures and the definition of the Replacement Rate in case of unavailability, impossibility of application or extinction of the IPCA (Broad Consumer Price Index), under the terms of the Indenture, require the approval of Debentureholders representing, at least, two thirds (2/3) of the Outstanding Debentures.

Securities	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. – 7th issue - Tranche 1
Issue date	15/07/2018
Maturity date	15/07/2025
Quantity (Units)	515,353
Total amount (*Reais*)	515,353,000.00
Outstanding Debit Balance	675,340,596.95
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes

Assumption and calculation of the redemption value	The Issuer may carry out, provided that legally permitted by Law 12,431, in the manner to be regulated by the CMN, and provided that at least 2 (two) years have elapsed from the issue date, the total early redemption of the First Series Debentures, subject to the provisions of article 55 of the Brazilian Corporate Law and the provisions of this Indenture ("Total Early Redemption").
Features of debt securities	See item 12.9 of this Reference Form.

12.3 Other Securities issued in Brazil

Conditions for modification of the rights ensured by said securities	The Debentureholders may, at any time, call a General Meeting of Debentureholders at least 15 days in advance, in order to make changes to the guaranteed rights, which require the approval by Debentureholders representing, on first or second call, at least, the majority of those present at the debentureholders' meeting, where each Outstanding Debenture shall entitle its holder to one vote. Changes of (i) Remuneration, (ii) Payment Dates of Compensatory Interest or any amounts provided for in this Indenture, (iii) Maturity Date of the Debentures and the validity of the Debentures, (iv) amounts, sums and repayment dates of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary repayment or early redemption Offering, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) alteration of the resolution quorums provided for in this Indenture, (viii) the provisions of this Section IX of the Indenture, and/or (ix) the type of Debentures, must be approved by Debentureholders representing at least two thirds (2/3) of the Outstanding Debentures of the respective series.

Securities	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. - 7ª emissão - Tranche 2
Issue date	07/15/2018
Maturity date	07/15/2028
Quantity (Units)	231,257
Total amount (*Reais*)	231,257,000.00
Outstanding Debit Balance	303,372,852.50
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes
Assumption and calculation of the redemption value	The Issuer may carry out, at its sole discretion and at any time, provided that at least two (2) years have elapsed from the date of issue, as permitted under Law No. 12.431/11, the total early redemption of the Second Series Debentures, in compliance with the provisions of article 55 of the Corporation Law and the provisions of this Indenture ("Total Early Redemption").
Features of debt securities	See item 12.9 of this Reference Form.
Conditions for modification of the rights ensured by said securities	The Debentureholders may, at any time, call a General Meeting of Debentureholders at least 15 days in advance, in order to make changes to the guaranteed rights, which require the approval by Debentureholders representing, on first or second call, at least, the majority of those present at the debentureholders' meeting, where each Outstanding Debenture shall entitle its holder to one vote. Changes of (i) Remuneration, (ii) Payment Dates of Compensatory Interest or any amounts provided for in this Indenture, (iii) Maturity Date of the Debentures and the validity of the Debentures, (iv) amounts, sums and repayment dates of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary repayment or early redemption Offering, (vi) the wording of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) alteration of the resolution quorums provided for in this Indenture, (viii) the provisions of this Section IX of the Indenture, and/or (ix) the type of Debentures, must be approved by Debentureholders representing at least two thirds (2/3) of the Outstanding Debentures of the respective series.

Securities	**Debentures**

12.3 Other Securities issued in Brazil

Identification of the security	ENGIE Brasil Energia S.A. – 9th issue - Tranche 1
Issue date	07/15/2019
Maturity date	07/15/2026
Quantity (Units)	576,095
Total amount (*Reais*)	576,095,000.00
Outstanding Debit Balance	723,835,557.03
Restriction to circulation	No
Convertibility	No
Possibility of redemption	No
Features of debt securities	See item 12.9 of this Reference Form.
Conditions for modification of the rights ensured by said securities	In order to change the guaranteed rights of the debentureholders, the Debentureholders' General Meetings must he held, with notice of meeting published at least three (3) times, in the press bodies usually used by the Issuer, respecting other rules related to the publication of a call notice of general meetings included in the Corporation Law, the applicable regulations and the Indenture. Changes related to the characteristics of the Debentures, as may be proposed by the Issuer, which entail a change: (i) of Remuneration, (ii) of Payment Dates of Compensatory Interest or of any amounts provided for in the Indenture, (iii) of Maturity Date of the Debentures and the validity of the Debentures, (iv) of the amounts, sums and repayment dates of the principal of the Debentures, (v) of the provisions relating to early redemption, extraordinary repayment or early redemption Offering, (vi) of writing of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) of alteration of the resolution quorums provided for in the Indenture, (viii) of the provisions of this section, and/or (ix) of the type of Debentures; and any General Meeting of Debentureholders convened by the Debentureholders in order to agree with the non-declaration of automatic early maturity of the Debentures, require the approval, whether on the first or second call, by Debentureholders representing at least two thirds (2/3) of the Outstanding Debentures of the respective series.

Securities	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. – 9th issue - Tranche 2
Issue date	07/15/2019
Maturity date	07/15/2029
Quantity (Units)	539,678
Total amount (*Reais*)	539,678,000.00
Outstanding Debit Balance	678,681,035.56
Restriction to circulation	No
Convertibility	No
Possibility of redemption	No

12.3 Other Securities issued in Brazil

Features of debt securities	See item 12.9 of this Reference Form.
Conditions for modification of the rights ensured by said securities	In order to change the guaranteed rights of the debentureholders, the Debentureholders' General Meetings must he called, with notice of meeting published at least three (3) times, in the press bodies usually used by the Issuer, respecting other rules related to the publication of a call notice of general meetings included in the Corporation Law, the applicable regulations and the Indenture. Changes related to the characteristics of the Debentures, as may be proposed by the Issuer, which entail a change of: (i) Remuneration, (ii) Payment Dates of Compensatory Interest or any amounts provided for in the Indenture, (iii) Maturity Date of the Debentures and the validity of the Debentures, (iv) the amounts, sums and repayment dates of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary repayment or early redemption Offering, (vi) writing of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) alteration of the resolution quorums provided for in the Indenture, (viii) the provisions of this section, and/or (ix) the type of Debentures; and any General Meeting of Debentureholders convened by the Debentureholders in order to agree with the non-declaration of automatic early maturity of the Debentures, prior to any failure to comply with the hypotheses established in the Indenture, including in the case of waiver or temporary forgiveness, whether on the first or second call, by Debentureholders representing at least two thirds (2/3) of the Outstanding Debentures of the respective series.

Securities	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. – 9th issue - Tranche 3
Issue date	07/15/2019
Maturity date	07/15/2026
Quantity (Units)	378,827
Total amount (*Reais*)	378,827,000.00
Outstanding Debit Balance	475,766,494.94
Restriction to circulation	No
Convertibility	No
Possibility of redemption	No
Features of debt securities	See item 12.9 of this Reference Form.

12.3 Other Securities issued in Brazil

Conditions for modification of the rights ensured by said securities	In order to change the guaranteed rights of the debentureholders, the Debentureholders' General Meetings must he called, with notice of meeting published at least three (3) times, in the press bodies usually used by the Issuer, respecting other rules related to the publication of a call notice of general meetings included in the Corporation Law, the applicable regulations and the Indenture. Changes related to the characteristics of the Debentures, as may be proposed by the Issuer, which entail a change of: (i) Remuneration, (ii) Payment Dates of Compensatory Interest or any amounts provided for in the Indenture, (iii) Maturity Date of the Debentures and the validity of the Debentures, (iv) the amounts, sums and repayment dates of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary repayment or early redemption Offering, (vi) writing of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) alteration of the resolution quorums provided for in the Indenture, (viii) the provisions of this section, and/or (ix) the type of Debentures; and any General Meeting of Debentureholders convened by the Debentureholders in order to agree with the non-declaration of automatic early maturity of the Debentures, prior to any failure to comply with the hypotheses established in the Indenture, including in the case of waiver or temporary forgiveness, whether on the first or second call, by Debentureholders representing at least two thirds (2/3) of the Outstanding Debentures of the respective series.

Securities	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. – 9th issue - Tranche 4
Issue date	07/15/2019
Maturity date	07/15/2029
Quantity (Units)	105,400
Total amount (*Reais*)	105,400,000.00
Outstanding Debit Balance	132,430,010.88
Restriction to circulation	No
Convertibility	No
Possibility of redemption	No
Features of debt securities	See item 12.9 of this Reference Form.

12.3 Other Securities issued in Brazil

Conditions for modification of the rights ensured by said securities	In order to change the guaranteed rights of the debentureholders, the Debentureholders' General Meetings must he called, with notice of meeting published at least three (3) times, in the press bodies usually used by the Issuer, respecting other rules related to the publication of a call notice of general meetings included in the Corporation Law, the applicable regulations and the Indenture. Changes related to the characteristics of the Debentures, as may be proposed by the Issuer, which entail a change of: (i) Remuneration, (ii) Payment Dates of Compensatory Interest or any amounts provided for in the Indenture, (iii) Maturity Date of the Debentures and the validity of the Debentures, (iv) the amounts, sums and repayment dates of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary repayment or early redemption Offering, (vi) writing of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) alteration of the resolution quorums provided for in the Indenture, (viii) the provisions of this section, and/or (ix) the type of Debentures; and any General Meeting of Debentureholders convened by the Debentureholders in order to agree with the non-declaration of automatic early maturity of the Debentures, prior to any failure to comply with the hypotheses established in the Indenture, including in the case of waiver or temporary forgiveness, whether on the first or second call, by Debentureholders representing at least two thirds (2/3) of the Outstanding Debentures of the respective serie.

Securities	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. – 10th issue – Single series
Issue date	09/15/2021
Maturity date	09/15/2046
Quantity (Units)	400,000
Total amount (*Reais*)	400,000,000.00
Outstanding Debit Balance	440, 935,024.88
Restriction to circulation	Yes
Description of restriction	Ninety (90) days of subscription or acquisition by Professional Investors, as provided in article 13 of CVM Instruction No. 476. In 2022, said Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however this provides in Article 100, sole paragraph, that "offers in progress on the date of entry into force of this resolution will be governed, including with regard to restrictions on trading in the secondary market of the securities offered, by the rules in force: I - on the date of filing of the registration application; or II - on the date on which the beginning of the offer is informed, in the case of offers exempt from registration."
Convertibility	Yes

12.3 Other Securities issued in Brazil

Condition of convertibility and effects on share capital	Provided that the weighted average period between the Issue Date and the effective redemption date is greater than 6 (six) years or another that may be authorized by the applicable legislation or regulation, whichever is longer. Upon the Total Optional Early Redemption of the Debentures, the amount due by the Issuer will be equivalent to the greater of (i) the Updated Unit Par Value of the Debentures, plus the Remuneration of the Debentures, calculated pro rata temporis, from the Profitability Start Date or the Debenture Remuneration Payment Date immediately preceding (inclusive), as the case may be, up to the Optional Early Redemption Date of the Debentures (exclusive), and (ii) the updated present value of the remaining amortization payment installments of the Nominal Unit Value and the Remuneration of the Debentures, as the case may be, using as the discount rate the internal rate of return of the IPCA+ Treasury public security with semi-annual interest (NTN-B), with a duration closer to the remaining duration of the Debentures, as the case may be, on the date of the Total Optional Early Redemption, using the indicative quotation published by ANBIMA on its page on the World Wide Web (http://www.anbima.com.br) calculated on the second Business Day immediately prior to the date of the Total Optional Early Redemption ; plus Moratorium Charges, if any; and any pecuniary obligations and other additions referring to the Debentures.
Possibility of redemption	No
Features of debt securities	See item 12.9 of this Reference Form.
Conditions for modification of the rights ensured by said securities	In order to change the guaranteed rights of the debentureholders, the Debentureholders' General Meetings must he called, with notice of meeting published at least three (3) times, in the newspapers usually used by the Issuer, respecting other rules related to the publication of a call notice of general meetings included in the Corporation Law, the applicable regulations and the Indenture. Changes related to the characteristics of the Debentures, as may be proposed by the Issuer, which entail a change of: (i) Remuneration, (ii) Payment Dates of Remuneration or any amounts provided for in the Indenture, (iii) Maturity Date of the Debentures and the validity of the Debentures, (iv) the amounts, sums and repayment dates of the principal of the Debentures, (v) the provisions relating to early redemption, extraordinary repayment or early redemption Offering, (vi) writing of any of the Early Maturity Events (as well as exclusion of any hypothesis); (vii) alteration of the resolution quorums provided for in the Indenture, (viii) the provisions of this Section, and/or (ix) the type of Debentures require approval, whether on the first or second call, by Debentureholders representing at least two thirds (2/3) of the Outstanding Debentures. The resolutions at any General Meeting of Debentureholders convened in order to agree with the non-declaration of automatic early maturity of the Debentures before their occurrence (waiver), prior to the eventual failure to comply with the hypotheses established in Section 6.1.1 above, including in the case of temporary waiver or forgiveness, require the approval by Debentureholders representing, on first call, at least the majority of Outstanding Debentures, and, on second call, by a simple majority of those present, provided that the Debentureholders present at the Debentureholders' General Meeting represent at least thirty percent (30%) of the Outstanding Debentures.

Securities	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. – 11th issue – 1st Tranche
Issue date	11/15/2023
Maturity date	11/15/2033
Quantity (Units)	1,085,600
Total amount (*Reais*)	1,085,600,000.00

12.3 Other Securities issued in Brazil

Outstanding Debit Balance	0.00
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes
Hypothesis and calculation of redemption value	Total Early Optional Redemption may take place conditional on the weighted average term between the Issuance Date and the effective date of redemption being more than 4 years or any other term that may be authorized pursuant to the applicable legislation or regulations, whichever is the greater, at its exclusive criterion and regardless of the agreement of the Debenture Holders, through the sending of a Redemption Announcement. The value due from the Issuer shall be equivalent to the greater between: (i) the Restated Unit Par Value of the Debentures of the First Series, together with the Remuneration of the Debentures of the First Series, calculated pro rata temporis, as from the Initial Date of Profitability or the immediately prior Payment Date of the Remuneration of the Debentures of the First Series (inclusive), as the case may be, until the date of the Early Optional Redemption of the Debentures of the First Series (exclusive), and (ii) the restated present value of the remaining installments to be amortized of the Unit Par Value of the Debentures of the First Series and the Remuneration of the Debentures of the First Series, as the case may be, using as a discount rate, the internal rate of return of the Tesouro IPCA+ government security with semi-annual interest (NTN-B), with duration closest to the remaining duration of the Debentures of the First Series, as the case may be, on the date of the Total Early Optional Redemption of the Debentures of the First Series, using the indicative quotation published by ANBIMA in its page on the worldwide web of computers (http://www.anbima.com.br) verified on the second Business Day immediately prior to the date of the Total Early Optional Redemption of the Debentures of the First Series calculated according to the formula described in the Debentures' Issuance Indenture, plus: (a) the Default Charges, if any; and (b) any pecuniary obligations and other supplements with respect to the Debentures. The formula may be consulted in the Debentures' Issuance Indenture. No partial optional redemption of the Debentures shall be permitted.
Features of debt securities	Vide item 12.9

12.3 Other Securities issued in Brazil

Conditions for modification of the rights ensured by said securities	In order to amend the rights assured to the Debenture Holders, a General Meeting of Debenture Holders must be convened, to take place through the intermediary of an announcement published at least 3 (three) times in the newspaper indicated in the Debentures' Issuance Indenture, respecting other rules relating to the publication of announcements convening general meetings and contained in the Corporations Law, the applicable regulations and the Debentures' Issuance Indenture. Unless established differently in the Debentures' Issuance Indenture, in the decisions of the General Meetings of Debenture Holders, decisions must be approved by the Debenture Holders (i) in the case of Incentivized Debentures, which represent, at a first or second convening, at least the majority of the Incentivized Debentures in Circulation; and (ii) in the case of the Institutional Debentures, which represent, as of the first convening, at least 2/3 (two thirds) of the Institutional Debentures in Circulation and, in the case of a second convening, at least the majority of the Institutional Debentures in Circulation. The amendments relative to the characteristics of the Debentures, as may be proposed by the Issuer, which imply an amendment relative to: (i) the Remuneration or in relation to the parameter of the Remuneration, (ii) the Payment Dates of the Remuneration or any values set forth in the Debentures' Issuance Indenture, (iii) the Maturity Date of the Debentures and the duration of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions for early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any Early Maturity Events (as well as exclusion of any hypothesis); (vii) the amendment to the quorums for deliberation pursuant to the Debentures' Issuance Indenture, (viii) the provisions in Clause 9.5.2 described in the Debentures' Issuance Indenture, and/or (ix) the type of the Debentures, shall be contingent on approval, (a) in the case of the Incentivized Debentures by the Debenture Holders, representing, upon the first or second convening, at least, 2/3 (two thirds) of the Incentivized Debentures in Circulation; and (b) in the case of the Institutional Debentures, by Debenture Holders, which represent, in first or second convening, at least, 2/3 (two thirds) of the Institutional Debentures in Circulation. The decisions in an eventual General Meeting of Debenture Holders convened with the purpose of agreeing to the non-declaration of early maturity of the Debentures before its occurrence (waiver), previous to the eventual non-compliance with the hypotheses established in the Clauses 6.1.1 and 6.1.2 of the Debentures Issuance Indenture, including in the case of a waiver or temporary pardon, shall depend on the approval of the Debenture Holders, considering the totality of the Debentures, the purpose of the Issuance, without distinction between series, which represent, upon the first convening, 2/3 (two thirds) of the Debentures in Circulation and in the case of a second convening, the simple majority of the Debentures represented at the General Meetings of Debenture Holders of the Debentures, contingent on Debenture Holders representing at least 30% (thirty percent) of the Debentures in Circulation.

Security	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. – 11st issuance – 2nd tranche
Issue date	11/15/2023
Maturity date	11/15/2038
Quantity (units)	96,278
Total amount (Reais)	96,278,000.00
Outstanding Debit Balance	0,00
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes

12.3 Other Securities issued in Brazil

Hypothesis and calculation of redemption value	Total Early Optional Redemption may take place conditional on the weighted average term between the Issuance Date and the effective date of redemption being more than 4 years or any other term that may be authorized pursuant to the applicable legislation or regulations, whichever is the greater, at its exclusive criterion and regardless of the agreement of the Debenture Holders, through the sending of a Redemption Announcement. The value due from the Issuer shall be equivalent to the greater between: (i) the Restated Unit Par Value of the Debentures of the First Series, together with the Remuneration of the Debentures of the First Series, calculated pro rata temporis, as from the Initial Date of Profitability or the immediately prior Payment Date of the Remuneration of the Debentures of the First Series (inclusive), as the case may be, until the date of the Early Optional Redemption of the Debentures of the First Series (exclusive), and (ii) the restated present value of the remaining installments to be amortized of the Unit Par Value of the Debentures of the First Series and the Remuneration of the Debentures of the First Series, as the case may be, using as a discount rate, the internal rate of return of the Tesouro IPCA+ government security with semi-annual interest (NTN-B), with duration closest to the remaining duration of the Debentures of the First Series, as the case may be, on the date of the Total Early Optional Redemption of the Debentures of the First Series, using the indicative quotation published by ANBIMA in its page on the worldwide web of computers (http://www.anbima.com.br) verified on the second Business Day immediately prior to the date of the Total Early Optional Redemption of the Debentures of the First Series calculated according to the formula described in the Debentures' Issuance Indenture, plus: (a) the Default Charges, if any; and (b) any pecuniary obligations and other supplements with respect to the Debentures. The formula may be consulted in the Debentures' Issuance Indenture. No partial optional redemption of the Debentures shall be permitted.
Features of debt securities	Vide item 12.9.

12.3 Other Securities issued in Brazil

Conditions for amending the rights assured by these securities	In order to amend the rights assured to the Debenture Holders, a General Meeting of Debenture Holders must be convened, to take place through the intermediary of an announcement published at least 3 (three) times in the newspaper indicated in the Debentures' Issuance Indenture, respecting other rules relating to the publication of announcements convening general meetings and contained in the Corporations Law, the applicable regulations and the Debentures' Issuance Indenture. Unless established differently in the Debentures' Issuance Indenture, in the decisions of the General Meetings of Debenture Holders, decisions must be approved by the Debenture Holders (i) in the case of Incentivized Debentures, which represent, at a first or second convening, at least the majority of the Incentivized Debentures in Circulation; and (ii) in the case of the Institutional Debentures, which represent, as of the first convening, at least 2/3 (two thirds) of the Institutional Debentures in Circulation and, in the case of a second convening, at least the majority of the Institutional Debentures in Circulation. The amendments relative to the characteristics of the Debentures, as may be proposed by the Issuer, which imply an amendment relative to: (i) the Remuneration or in relation to the parameter of the Remuneration, (ii) the Payment Dates of the Remuneration or any values set forth in the Debentures' Issuance Indenture, (iii) the Maturity Date of the Debentures and the duration of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions for early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any Early Maturity Events (as well as exclusion of any hypothesis); (vii) the amendment to the quorums for deliberation pursuant to the Debentures' Issuance Indenture, (viii) the provisions in Clause 9.5.2 described in the Debentures' Issuance Indenture, and/or (ix) the type of the Debentures, shall be contingent on approval, (a) in the case of the Incentivized Debentures by the Debenture Holders, representing, upon the first or second convening, at least, 2/3 (two thirds) of the Incentivized Debentures in Circulation; and (b) in the case of the Institutional Debentures, by Debenture Holders, which represent, in first or second convening, at least, 2/3 (two thirds) of the Institutional Debentures in Circulation. The decisions in an eventual General Meeting of Debenture Holders convened with the purpose of agreeing to the non-declaration of early maturity of the Debentures before its occurrence (waiver), previous to the eventual non-compliance with the hypotheses established in the Clauses 6.1.1 and 6.1.2 of the Debentures Issuance Indenture, including in the case of a waiver or temporary pardon, shall depend on the approval of the Debenture Holders, considering the totality of the Debentures, the purpose of the Issuance, without distinction between series, which represent, upon the first convening, 2/3 (two thirds) of the Debentures in Circulation and in the case of a second convening, the simple majority of the Debentures represented at the General Meetings of Debenture Holders of the Debentures, contingent on Debenture Holders representing at least 30% (thirty percent) of the Debentures in Circulation.

Security	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. – 11th issue – 3rd tranche
Issue date	11/15/2023
Maturity date	11/15/2028
Quantity (units)	318,122
Total Amount (Reais)	318,122,000.00
Outstanding debit balance	0.00
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes

12.3 Other Securities issued in Brazil

Hypothesis and calculation of the redemption value	Total Early Optional Redemption may take place conditional on the weighted average term between the Issuance Date and the effective date of redemption being more than 4 years or any other term that may be authorized pursuant to the applicable legislation or regulations, whichever is the greater. On the occasion of the Total Early Optional Redemption of the Debentures of the Third Series. The value due from the Issuer shall be equivalent to the greater between: (i) the Unit Par Value of the Debentures of the Third Series, together with: (1) the Remuneration of the Debentures of the Third Series calculated, pro rata temporis, from the first Subscription Date or the last Payment Date of Remuneration of the Debentures of the Third Series, as the case may be, up to the date of the effective redemption (exclusive); and (2) Default Charges, if any; or (b) the present value of the sum of the remaining values of payment of amortizations of the Unit Par Value and the Remuneration of the Debentures of the Third Series, using as a discount rate, the DI rate for 252 (two hundred and fifty-two) Business Days based on the adjustment (interpolation) of the Pre x DI curve, to be published by B3 on its page in the internet, corresponding to the vertex with the number of calendar days closest to the remaining duration of the Debentures of the Third Series, to be determined at the close of the Business Day immediately prior to the date of the Total Early Optional Redemption of the Debentures of the Third Series. Partial optional redemption of the Debentures shall not be permitted.
Features of debt securities	Vide item 12.9.

12.3 Other Securities issued in Brazil

Conditions for amending the rights assured by these securities	In order to amend the rights assured to the Debenture Holders, a General Meeting of Debenture Holders must be convened, to take place through the intermediary of an announcement published at least 3 (three) times in the newspaper indicated in the Debentures' Issuance Indenture, respecting other rules relating to the publication of announcements convening general meetings and contained in the Corporations Law, the applicable regulations and the Debentures' Issuance Indenture. Unless established differently in the Debentures' Issuance Indenture, in the decisions of the General Meetings of Debenture Holders, decisions must be approved by the Debenture Holders (i) in the case of Incentivized Debentures, which represent, at a first or second convening, at least the majority of the Incentivized Debentures in Circulation; and (ii) in the case of the Institutional Debentures, which represent, as of the first convening, at least 2/3 (two thirds) of the Institutional Debentures in Circulation and, in the case of a second convening, at least the majority of the Institutional Debentures in Circulation. The amendments relative to the characteristics of the Debentures, as may be proposed by the Issuer, which imply an amendment relative to: (i) the Remuneration or in relation to the parameter of the Remuneration, (ii) the Payment Dates of the Remuneration or any values set forth in the Debentures' Issuance Indenture, (iii) the Maturity Date of the Debentures and the duration of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions for early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any Early Maturity Events (as well as exclusion of any hypothesis); (vii) the amendment to the quorums for deliberation pursuant to the Debentures' Issuance Indenture, (viii) the provisions in Clause 9.5.2 described in the Debentures' Issuance Indenture, and/or (ix) the type of the Debentures, shall be contingent on approval, (a) in the case of the Incentivized Debentures by the Debenture Holders, representing, upon the first or second convening, at least, 2/3 (two thirds) of the Incentivized Debentures in Circulation; and (b) in the case of the Institutional Debentures, by Debenture Holders, which represent, in first or second convening, at least, 2/3 (two thirds) of the Institutional Debentures in Circulation. The decisions in an eventual General Meeting of Debenture Holders convened with the purpose of agreeing to the non-declaration of early maturity of the Debentures before its occurrence (waiver), previous to the eventual non-compliance with the hypotheses established in the Clauses 6.1.1 and 6.1.2 of the Debentures Issuance Indenture, including in the case of a waiver or temporary pardon, shall depend on the approval of the Debenture Holders, considering the totality of the Debentures, the purpose of the Issuance, without distinction between series, which represent, upon the first convening, 2/3 (two thirds) of the Debentures in Circulation and in the case of a second convening, the simple majority of the Debentures represented at the General Meetings of Debenture Holders of the Debentures, contingent on Debenture Holders representing at least 30% (thirty percent) of the Debentures in Circulation.

Security	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. – 11th issue – 4th Tranche
Issue date	11/15/2023
Maturity date	11/15/2028
Quantity (Units)	900,000
Total amount (Reais)	900,000,000.00
Outstanding debit balance	0.00
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes

12.3 Other Securities issued in Brazil

Hypothesis and calculation of redemption value	At its exclusive criterion, the Issuer may execute the total early optional redemption of the Debentures of the Fourth Series, tabulated from the 30th month from the Date of Issuance (inclusive), that is as from May 15, 2026, with the consequent cancelation of these Debentures. The amount due from the Issuer shall be equivalent to the Unit Par Value of the Debentures of the Fourth Series to be redeemed (or the balance of the Unit Par Value of the Debentures of the Fourth Series, as the case may be), together with (b) the Remuneration of the Debentures of the Fourth Series, calculated pro rata temporis from the Initial Date of Profitability, or the immediately prior Payment Date of the Remuneration of the Debentures of the Fourth Series (inclusive), as the case may be, until the date of the effective Total Early Optional Redemption of the Debentures of the Fourth Series, calculated at the Unit Par Value of the Debentures of the Fourth Series (or the balance of the Unit Par Value of the Debentures of the Fourth Series, as the case may be) and other Default Charges due and not paid by the date of the Total Early Optional Redemption of the Debentures of the Fourth Series and (c) of a redemption premium calculated as set forth in the Debenture Issuance Indenture, on the value of the items (a) and (b) jointly. A premium corresponding to an annual 0.30% shall be due, calculated pro rata temporis, on the basis of 252 Business Days considering the number of Business Days to elapse between the date of the Total Early Optional Redemption of the Fourth Series and the Maturity Date of the Debentures of the Fourth Series. Partial optional redemption of the Debentures shall not be permitted.
Features of debt securities	Vide item 12.9.

12.3 Other Securities issued in Brazil

Conditions for amending the rights assured by these securities	In order to amend the rights assured to the Debenture Holders, a General Meeting of Debenture Holders must be convened, to take place through the intermediary of an announcement published at least 3 (three) times in the newspaper indicated in the Debentures' Issuance Indenture, respecting other rules relating to the publication of announcements convening general meetings and contained in the Corporations Law, the applicable regulations and the Debentures' Issuance Indenture. Unless established differently in the Debentures' Issuance Indenture, in the decisions of the General Meetings of Debenture Holders, decisions must be approved by the Debenture Holders (i) in the case of Incentivized Debentures, which represent, at a first or second convening, at least the majority of the Incentivized Debentures in Circulation; and (ii) in the case of the Institutional Debentures, which represent, as of the first convening, at least 2/3 (two thirds) of the Institutional Debentures in Circulation and, in the case of a second convening, at least the majority of the Institutional Debentures in Circulation. The amendments relative to the characteristics of the Debentures, as may be proposed by the Issuer, which imply an amendment relative to: (i) the Remuneration or in relation to the parameter of the Remuneration, (ii) the Payment Dates of the Remuneration or any values set forth in the Debentures' Issuance Indenture, (iii) the Maturity Date of the Debentures and the duration of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions for early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any Early Maturity Events (as well as exclusion of any hypothesis); (vii) the amendment to the quorums for deliberation pursuant to the Debentures' Issuance Indenture, (viii) the provisions in Clause 9.5.2 described in the Debentures' Issuance Indenture, and/or (ix) the type of the Debentures, shall be contingent on approval, (a) in the case of the Incentivized Debentures by the Debenture Holders, representing, upon the first or second convening, at least, 2/3 (two thirds) of the Incentivized Debentures in Circulation; and (b) in the case of the Institutional Debentures, by Debenture Holders, which represent, in first or second convening, at least, 2/3 (two thirds) of the Institutional Debentures in Circulation. The decisions in an eventual General Meeting of Debenture Holders convened with the purpose of agreeing to the non-declaration of early maturity of the Debentures before its occurrence (waiver), previous to the eventual non-compliance with the hypotheses established in the Clauses 6.1.1 and 6.1.2 of the Debentures Issuance Indenture, including in the case of a waiver or temporary pardon, shall depend on the approval of the Debenture Holders, considering the totality of the Debentures, the purpose of the Issuance, without distinction between series, which represent, upon the first convening, 2/3 (two thirds) of the Debentures in Circulation and in the case of a second convening, the simple majority of the Debentures represented at the General Meetings of Debenture Holders of the Debentures, contingent on Debenture Holders representing at least 30% (thirty percent) of the Debentures in Circulation.

Security	**Debentures**
Identification of the security	ENGIE Brasil Energia S.A. – 11th issue – 5th Tranche
Issue date	11/15/2023
Maturity date	11/15/2030
Quantity (Units)	100,000
Total amount (Reais)	100,000,000.00
Outstanding debit balance	0.00
Restriction to circulation	No
Convertibility	No
Possibility of redemption	Yes

12.3 Other Securities issued in Brazil

Hipótese e cálculo do valor de resgate	At its exclusive criterion, the Issuer may execute the total early optional redemption of the Debentures of the Fifth Series, tabulated from the 42nd month from the Date of Issuance (inclusive), that is as from May 15, 2027, with the consequent cancelation of these Debentures. The amount due from the Issuer shall be equivalent to the Unit Par Value of the Debentures of the Fifth Series to be redeemed (or the balance of the Unit Par Value of the Debentures of the Fifth Series, as the case may be), together with (b) the Remuneration of the Debentures of the Fourth Series, calculated pro rata temporis from the Initial Date of Profitability, or the immediately prior Payment Date of the Remuneration of the Debentures of the Fifth Series (inclusive), as the case may be, until the date of the effective Total Early Optional Redemption of the Debentures of the Fifth Series, calculated at the Unit Par Value of the Debentures of the Fifth Series (or the balance of the Unit Par Value of the Debentures of the Fifth Series, as the case may be) and other Default Charges due and not paid by the date of the Total Early Optional Redemption of the Debentures of the Fifth Series and (c) of a redemption premium calculated as set forth in the Debenture Issuance Indenture, on the value of the items (a) and (b) jointly. A premium corresponding to an annual 0.30% shall be due, calculated pro rata temporis, on the basis of 252 Business Days considering the number of Business Days to elapse between the date of the Total Early Optional Redemption of the Fifth Series and the Maturity Date of the Debentures of the Fifth Series. Partial optional redemption of the Debentures shall not be permitted.
Features of debt securities	Vide item 12.9.

12.3 Other Securities issued in Brazil

Conditions for amending the rights assured by these securities	In order to amend the rights assured to the Debenture Holders, a General Meeting of Debenture Holders must be convened, to take place through the intermediary of an announcement published at least 3 (three) times in the newspaper indicated in the Debentures' Issuance Indenture, respecting other rules relating to the publication of announcements convening general meetings and contained in the Corporations Law, the applicable regulations and the Debentures' Issuance Indenture. Unless established differently in the Debentures' Issuance Indenture, in the decisions of the General Meetings of Debenture Holders, decisions must be approved by the Debenture Holders (i) in the case of Incentivized Debentures, which represent, at a first or second convening, at least the majority of the Incentivized Debentures in Circulation; and (ii) in the case of the Institutional Debentures, which represent, as of the first convening, at least 2/3 (two thirds) of the Institutional Debentures in Circulation and, in the case of a second convening, at least the majority of the Institutional Debentures in Circulation. The amendments relative to the characteristics of the Debentures, as may be proposed by the Issuer, which imply an amendment relative to: (i) the Remuneration or in relation to the parameter of the Remuneration, (ii) the Payment Dates of the Remuneration or any values set forth in the Debentures' Issuance Indenture, (iii) the Maturity Date of the Debentures and the duration of the Debentures, (iv) the values, amounts and dates of amortization of the principal of the Debentures, (v) the provisions for early redemption, extraordinary amortization or offer of early redemption, (vi) the wording of any Early Maturity Events (as well as exclusion of any hypothesis); (vii) the amendment to the quorums for deliberation pursuant to the Debentures' Issuance Indenture, (viii) the provisions in Clause 9.5.2 described in the Debentures' Issuance Indenture, and/or (ix) the type of the Debentures, shall be contingent on approval, (a) in the case of the Incentivized Debentures by the Debenture Holders, representing, upon the first or second convening, at least, 2/3 (two thirds) of the Incentivized Debentures in Circulation; and (b) in the case of the Institutional Debentures, by Debenture Holders, which represent, in first or second convening, at least, 2/3 (two thirds) of the Institutional Debentures in Circulation. The decisions in an eventual General Meeting of Debenture Holders convened with the purpose of agreeing to the non-declaration of early maturity of the Debentures before its occurrence (waiver), previous to the eventual non-compliance with the hypotheses established in the Clauses 6.1.1 and 6.1.2 of the Debentures Issuance Indenture, including in the case of a waiver or temporary pardon, shall depend on the approval of the Debenture Holders, considering the totality of the Debentures, the purpose of the Issuance, without distinction between series, which represent, upon the first convening, 2/3 (two thirds) of the Debentures in Circulation and in the case of a second convening, the simple majority of the Debentures represented at the General Meetings of Debenture Holders of the Debentures, contingent on Debenture Holders representing at least 30% (thirty percent) of the Debentures in Circulation.

12.4 Number of Securities Holders

Securities	Individual	Legal Entities	Institutional Investors
Debentures	26914	357	177

12.5 Trading Markets in Brazil

12.5 – Indicar os mercados brasileiros nos quais valores mobiliários do emissor são admitidos à negociação

Ações ordinárias de emissão da Companhia

As ações da Companhia são negociadas na B3 - Brasil, Bolsa, Balcão, sob o código "EGIE3".

Debêntures

As Debêntures em circulação emitidas pela Companhia, referidas no item 12.3, estão registradas para negociação no mercado secundário por meio da CETIP21 – Módulo de Títulos e Valores Mobiliários, administrado e operacionalizado pela B3.

12.7 Securities Issued Abroad

Justification for not filling the box:

The Company trades Level I American Depositary Receipts (ADR) on the US over-the-counter market, under the ticker “EGIEY”, at the ratio of one ADR for each common share. However, the amounts are not considered material by the Company.

12.8 Use of proceeds from public offerings

12.8 – If the issuer has made a public offering for the distribution of securities in the last 3 fiscal years, indicate:

a. How the proceeds from the offering were used

2021

On September 22, 2021, at the 223rd Meeting of the Company's Board of Directors, the 10th issue of unsecured simple debentures not convertible into shares, in the total amount of R$400 million, of the Company, for public distribution with restricted distributing efforts, was approved, pursuant to CVM Instruction No. 476, of January 16, 2009, as amended, under firm placement guarantee ("10th Issue").

Details on the use of proceeds raised are in item 12.3 together with other relevant characteristics.

2023

On November 06, 2023, at the 250th Meeting of the Company's Board of Directors, approval was given to the execution of the 11th simple, non-convertible debentures issuance, in up to 5 series, of the unsecured type, in the amount of R$ 2,500,000,000.00, for public distribution, under the automatic registration procedure, pursuant to Resolution 160 of the CVM, of July 13, 2022, and subsequent amendments, under the firm guaranteed placement regime ("11th Issuance").

Details on the use of the resources raised are described under item 12.9, jointly with other relevant characteristics.

b. If there were relevant deviations between the effective application of resources and the application proposals disclosed in the respective distribution prospectuses

2021

There were no relevant deviations between the effective application of resources and the application proposals disclosed in the respective distribution prospectuses.

2023

The Company informs that it will allocate the resources from the 11th Issue in line with the provisions of its respective issuance deed, as detailed in item 12.9 below.

c. If there were deviations, the reasons for such deviations

2021

Not applicable.

2023

Not applicable.

12.9 Other relevant information

12.9 – Provide other information that the issuer deems relevant

- **Additional information to item 12.1 "Information on share capital"**

Value in R$	Ordinary actions	Preferred actions	Total
Total Authorized Capital			
7,000,000,000.00	**N/A**	**N/A**	**N/A**

- **Additional information to item 12.3 "Describe other securities issued in Brazil that are not shares and that have not expired or been redeemed"**

The outstanding debt balance presented in item 12.3 is the gross debt balance of funding costs according to the Financial Statements for the fiscal year ended December 31, 2022.

i. Securities issued by the Company

In addition to item 12.3 of this Reference Form, the Company describes below additional characteristics about its Debenture Issuances.

Securities	**Debentures**
Identification of security	ENGIE Brasil Energia S.A. – 5th issue – Single series
Characteristics of Securities	a) Maturity: The Debentures mature on December 15, 2024. b) Early Redemption Offering: The issuer may carry out, at its sole discretion and at any time, provided that it is permitted under the terms of Law 12.431/11 and under the terms to be regulated by the National Monetary Council, an early redemption offering of the Debentures, subject to the provisions of article 55 of the Corporation Law and the provisions of this Indenture ("Early Redemption Offering") and in accordance with the procedures of CETIP and B3. On the date of the Indenture, there is no permission under Law 12.431/11 to carry out an Early Redemption Offering of the Debentures. c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 6.30% per annum, levied on the Adjusted Unit Par Value of the Debentures. d) Guarantee: The Debentures are of the type without guarantee or preference (unsecured). e) any restrictions imposed on the issuer in relation to: - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6.404, of 1976; - the disposal of certain assets: disposal, inoperability or prolonged stoppage or any other form of disposal, by the Issuer, of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date and that demonstrably affects the Issuer's economic and financial capacity, are hypotheses subject to the early maturity procedure. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable.

12.9 Other relevant information

- carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution, extinction or any form of corporate restructuring involving the subsidiaries of the Issuer, unless the succession company(ies) is(are) controlled, directly or indirectly, by a company of the Issuer's economic group and its assets held in the Issuer's economic group; (ii) liquidation, dissolution, extinction of the Issuer, unless the successor company is directly or indirectly controlled by a company of the Issuer's economic group and its assets held in the Issuer's economic group, and cumulatively does not result in a reduction of the Issuer's risk rating equal to or greater than AA (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (iii) request for judicial or extrajudicial reorganization, or voluntary bankruptcy made by the Issuer, and/or any of its subsidiaries, regardless of the granting of the reorganization process or its granting by the proper judge; or, furthermore, the Issuer and/or any of its subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (iv) petition or adjudication of bankruptcy against the Issuer, and/or any of its subsidiaries, unless the request has been challenged and there is proof of a deposit in court within the legal term, if applicable; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring of the Issuer by another company, except (a) if such corporate change is approved at a General Meeting of Debenture holders called for this purpose by Debenture holders representing the majority of Outstanding Debentures; or (b) if the right of redemption is guaranteed to Debenture holders who do not agree with said spin-off, consolidation, merger, to be exercised within a period of six (6) months from the date of publication of the minutes of the Issuer's General Meeting that may decide on such spin-off, consolidation or merger, as the case may be; or (c) if in connection with the merger, incorporation (including merger of shares), or any type of corporate restructuring, the successor company is directly or indirectly controlled by a company of the Issuer's economic group and its assets held in the Issuer's economic group, and cumulatively not result in a reduction of the Issuer's risk rating equal to or greater than AA (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (vi) change in the Issuer's direct or indirect shareholding control, as defined pursuant to article 116 of the Corporation Law, unless such change does not lead to a reduction in the Issuer's risk rating, considering the Issuer's current risk rating immediately prior to such change in the Issuer's shareholding control, disclosed by any agency among Standard & Poor's, Fitch Ratings or Moody's, provided that, in the event of a statement by more than one risk rating agency as a result of the same event of change in control, for the purposes of the Indenture, the lowest disclosed risk rating will be considered; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debentureholders representing the majority of Outstanding Debentures at the Debentureholders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of Debentures are intended for the modernization of HPP Salto Santiago and HPP Passo Fundo.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários.

12.9 Other relevant information

Main terms of the agreement signed with the trustee: (i) Type of Issue: public distribution; (ii) Term: 10 years; (iii) Volume: 165 million; (iv) Service conditions: After signing the indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture; (v) Remuneration: Annual installments of four thousand five hundred Reais (R$2,500.00) [sic] will be due, with the payment of the first of them due by the fifth (5th) business day after the date of signature of the indenture, and the following on the same day of the subsequent years, calculated on a pro rata basis, if necessary. The values are adjusted annually by the IGPM.

The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures, as the case may be, or by the CVM.

12.9 Other relevant information

Securities	Debentures
Identification of the security	ENGIE Brasil Energia S.A. – 6th issue – Tranche 2
Characteristics of Securities	a) Maturity: The Debentures mature on July 15, 2026. b) Automatic Early Maturity: declaration, by the Trustee, pursuant to the Indenture, in the knowledge of the occurrence of the provisions of Sections 6.26.1, 6.26.2, 6.26.3 and 6.26.5 of the Indenture; c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 6.2515% per annum, levied on the Adjusted Unit Par Value of the Debentures. e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured) f) any restrictions imposed on the issuer in relation to: - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6.404, of 1976; - the disposal of certain assets: disposal, inoperability or prolonged stoppage or any other form of disposal, by the Issuer, of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date and that demonstrably affects the Issuer's economic and financial capacity, are hypotheses subject to the early maturity procedure. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable.

12.9 Other relevant information

- carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution, extinction of the Issuer's Relevant Subsidiaries, unless the succession company(ies) is(are) controlled, directly or indirectly, by a company of the Issuer's economic group and its assets held in the Issuer's economic group; (ii) liquidation, dissolution, extinction of the Issuer, unless the successor company is directly or indirectly controlled by a company of the Issuer's economic group and its assets held in the Issuer's economic group, and cumulatively does not result in a reduction of the Issuer's risk rating equal to or greater than AA (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (iii) request for judicial or extrajudicial reorganization, or voluntary bankruptcy made by the Issuer, and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization process or its granting by the proper judge; or, furthermore, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (iv) petition or adjudication of bankruptcy against the Issuer, and/or any of its subsidiaries, unless the request has been challenged and there is proof of a deposit in court within the legal term, if applicable; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring of the Issuer by another company, except (a) if such corporate change is approved at a General Meeting of Debentureholders called for this purpose by Debentureholders representing the majority of Outstanding Debentures; or (b) if the right of redemption is guaranteed to Debentureholders who do not agree with said spin-off, consolidation, merger, to be exercised within a period of six (6) months from the date of publication of the minutes of the Issuer's General Meeting that may decide on such spin-off, consolidation or merger, as the case may be; or (c) if in connection with the merger, incorporation (including merger of shares), or any type of corporate restructuring, the successor company is directly or indirectly controlled by a company of the Issuer's economic group and its assets held in the Issuer's economic group, and cumulatively not result in a reduction of the Issuer's risk rating equal to or greater than AA (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (vi) change in the Issuer's direct or indirect shareholding control, as defined pursuant to article 116 of the Corporation Law, unless such change does not lead to a reduction in the Issuer's risk rating equal to or greater than AA (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's, provided that, in the event of a statement by more than one risk rating agency as a result of the same event of change in control, for the purposes of the Indenture, the lowest disclosed risk rating will be considered; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debentureholders representing the majority of Outstanding Debentures at the Debentureholders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of Debentures are intended for the construction of Pampa Sul TPP.

12.9 Other relevant information

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. Main terms of the agreement signed with the trustee: (i) Type of Issue: public distribution; (ii) Term: 10 years; (iii) Volume: 353 million; (iv) Service conditions: After signing the indenture, Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture;
(v) Remuneration: Annual installments of four thousand five hundred Reais (R$4,500.00) will be due, with the payment of the first of them due by the fifth (5th) business day after the date of signature of the indenture, and the following on the same day of the subsequent years, calculated on a pro rata basis, if necessary. The values are adjusted annually by the IGPM.

i) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures, as the case may be, or by the CVM.

12.9 Other relevant information

Securities	Debentures
Identification of the security	ENGIE Brasil Energia S.A. – 7th issue – Tranche 1
Characteristics of Securities	a) Maturity: The Debentures mature on July 15, 2025. b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Section 5.1.1 of the Indenture; c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 5.6579% per annum, levied on the Adjusted Unit Par Value of the Debentures. e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured) f) any restrictions imposed on the issuer in relation to: - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6.404, of 1976; - the disposal of certain assets: disposal, inoperability or prolonged stoppage or any other form of disposal, by the Issuer, of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date and that demonstrably affects the Issuer's economic and financial capacity, are hypotheses subject to the early maturity procedure. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable.

12.9 Other relevant information

- carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debentureholders convened for this purpose by Debentureholders representing the majority of Outstanding Debentures; or (b) if the right of redemption is guaranteed to Debentureholders who do not agree with said Corporate Restructuring, to be exercised within a period of six (6) months from the date of publication of the minutes of the Issuer's General Meeting that may decide on such Corporate Restructuring, as the case may be; or (c) if in connection with the consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger, the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such Issuer's successor company; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debentureholders representing the majority of Outstanding Debentures at the Debentureholders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the Campo Largo Wind Complex - Phase I, (b) the HPP Jaguara hydroelectric plant project and (c) the HPP Miranda hydroelectric plant project.

h) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. After signing the indenture, Simplific Pavarini DTVM Ltda undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture and the applicable regulations. The main terms and conditions of the contract are described in Section VIII of the Indenture.

i) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

12.9 Other relevant information

Securities	Debentures
Identification of the security	ENGIE Brasil Energia S.A. – 7th issue – Tranche 2
Characteristics of Securities	a) Maturity: The Debentures mature on July 15, 2028. b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Section 5.1.1 of the Indenture; c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 5.9033% per annum, levied on the Adjusted Unit Par Value of the Debentures. e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured) f) any restrictions imposed on the issuer in relation to: - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6.404, of 1976; - the disposal of certain assets: disposal, inoperability or prolonged stoppage or any other form of disposal, by the Issuer, of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date and that demonstrably affects the Issuer's economic and financial capacity, are hypotheses subject to the early maturity procedure. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable.

12.9 Other relevant information

- carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debentureholders convened for this purpose by Debentureholders representing the majority of Outstanding Debentures; or (b) if the right of redemption is guaranteed to Debentureholders who do not agree with said Corporate Restructuring, to be exercised within a period of six (6) months from the date of publication of the minutes of the Issuer's General Meeting that may decide on such Corporate Restructuring, as the case may be; or (c) if in connection with the consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger, the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such Issuer's successor company; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debentureholders representing the majority of Outstanding Debentures at the Debentureholders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the Campo Largo Wind Complex - Phase I, (b) the HPP Jaguara hydroelectric plant project and (c) the HPP Miranda hydroelectric plant project.

h) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. After signing the indenture, Simplific Pavarini DTVM Ltda undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture and the applicable regulations. The main terms and conditions of the contract are described in Section VIII of the Indenture.

i) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

12.9 Other relevant information

Securities	Debentures
Identification of the security	ENGIE Brasil Energia S.A. – 9th issue – Tranche 1
Characteristics of Securities	a) Maturity: The Debentures mature on July 15, 2026. b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Section 5.1.1 of the Indenture; c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 3.70% per annum, levied on the Adjusted Unit Par Value of the Debentures. e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured). f) any restrictions imposed on the issuer in relation to: - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6.404, of 1976; - the disposal of certain assets: (i) inoperability or prolonged stoppage or (ii) disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date, unless it does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable.

12.9 Other relevant information

- carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debentureholders convened for this purpose by Debentureholders representing the majority of Outstanding Debentures; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such successor company of the Issuer; or (c) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debentureholders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debentureholders representing the majority of Outstanding Debentures at the Debentureholders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the UFV Assu V Project, (b) the HPP Jaguara hydroelectric plant project; (c) the HPP Miranda hydroelectric plant project; and (d) the Umburanas Wind Complex.

h) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. After signing the indenture, Simplific Pavarini DTVM Ltda undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture and the applicable regulations. The main terms and conditions of the contract are described in Section VIII of the Indenture.

i) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

12.9 Other relevant information

Securities	Debentures
Identification of the security	ENGIE Brasil Energia S.A. – 9th issue – Tranche 2
Characteristics of Securities	a) Maturity: The Debentures mature on July 15, 2029. b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Section 5.1.1 of the Indenture; b) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 3.90% per annum, levied on the Adjusted Unit Par Value of the Debentures. e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured) f) any restrictions imposed on the issuer in relation to: - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6.404, of 1976; - the disposal of certain assets: (i) inoperability or prolonged stoppage or (ii) disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date, unless it does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable.

12.9 Other relevant information

- carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debentureholders convened for this purpose by Debentureholders representing the majority of Outstanding Debentures; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such successor company of the Issuer; or (c) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debentureholders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debentureholders representing the majority of Outstanding Debentures at the Debentureholders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the UFV Assu V Project, (b) the HPP Jaguara hydroelectric plant project; (c) the HPP Miranda hydroelectric plant project; and (d) the Umburanas Wind Complex.

h) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. After signing the indenture, Simplific Pavarini DTVM Ltda undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture and the applicable regulations. The main terms and conditions of the contract are described in Section VIII of the Indenture.

i) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

12.9 Other relevant information

Securities	Debentures
Identification of the security	ENGIE Brasil Energia S.A. – 9th issue – Tranche 3
Characteristics of Securities	a) Maturity: The Debentures mature on July 15, 2026. b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Section 5.1.1 of the Indenture; c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 3.60% per annum, levied on the Adjusted Unit Par Value of the Debentures. e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured) f) any restrictions imposed on the issuer in relation to: - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6.404, of 1976; - the disposal of certain assets: (i) inoperability or prolonged stoppage or (ii) disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date, unless it does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable.

12.9 Other relevant information

- carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debentureholders convened for this purpose by Debentureholders representing the majority of Outstanding Debentures; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such successor company of the Issuer; or (c) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debentureholders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debentureholders representing the majority of Outstanding Debentures at the Debentureholders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the UFV Assu V Project, (b) the HPP Jaguara hydroelectric plant project; (c) the HPP Miranda hydroelectric plant project; and (d) the Umburanas Wind Complex.

h) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. After signing the indenture, Simplific Pavarini DTVM Ltda undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture and the applicable regulations. The main terms and conditions of the contract are described in Section VIII of the Indenture.

i) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

12.9 Other relevant information

Securities	Debentures
Identification of the security	ENGIE Brasil Energia S.A. – 9th issue – Tranche 4
Characteristics of Securities	a) Maturity: The Debentures mature on July 15, 2029. b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Section 5.1.1 of the Indenture; c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 3.70% per annum, levied on the Adjusted Unit Par Value of the Debentures. e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured) f) any restrictions imposed on the issuer in relation to: - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6.404, of 1976; - the disposal of certain assets: (i) inoperability or prolonged stoppage or (ii) disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the Issue Date, unless it does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's. - incurring new debts: Not applicable. - the issuance of new securities: Not applicable.

12.9 Other relevant information

- carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debentureholders convened for this purpose by Debentureholders representing the majority of Outstanding Debentures; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such successor company of the Issuer; or (c) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debentureholders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debentureholders representing the majority of Outstanding Debentures at the Debentureholders' General Meeting convened for this purpose.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the UFV Assu V Project, (b) the HPP Jaguara hydroelectric plant project; (c) the HPP Miranda hydroelectric plant project; and (d) the Umburanas Wind Complex.

h) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. After signing the indenture, Simplific Pavarini DTVM Ltda undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture and the applicable regulations. The main terms and conditions of the contract are described in Section VIII of the Indenture.

i) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.

12.9 Other relevant information

Securities	Debentures
Identification of security	ENGIE Brasil Energia S.A. – 10th issue – Single series
Characteristics of Securities	a) Maturity: The Debentures mature on September 15, 2046. b) Automatic Early Maturity: declaration, by the Trustee, under the terms of the Indenture, of knowledge of the occurrence of the provisions of Section 6.1.1 of the Indenture; c) Interest: The Debentures are adjusted for inflation by the IPCA and earn compensatory interest corresponding to 5.7158% per annum, levied on the Adjusted Unit Par Value of the Debentures. e) Guarantee: The Debentures are of the type without guarantee or preference (unsecured) f) any restrictions imposed on the issuer in relation to: - the distribution of dividends: if the Company is in default with respect to the payment of any pecuniary obligation provided for in the Indenture, the Company undertakes not to pay dividends, interest on equity or any other profit sharing, except for the payment of the mandatory minimum dividend provided for in article 202 of Law No. 6.404, of 1976; - the disposal of certain assets: disposal or any other form of disposal, by the Issuer (directly or indirectly), of permanent assets that represent, individually or in the aggregate, twenty-five percent (25%) or more of the electricity generation capacity of the Issuer, based on the Issuer's installed capacity on the event date, unless it does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on a local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; - incurring new debts: Not applicable. - the issuance of new securities: Not applicable.

12.9 Other relevant information

- carry out corporate transactions involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution or extinction of any of the Relevant Subsidiaries, unless this does not lead to a reduction in the Issuer's risk rating below "AA" (double A), on local scale, by Standard & Poor's, Fitch or equivalent rating by Moody's; (ii) liquidation or dissolution of the Issuer; (iii) (a) request for judicial or extrajudicial reorganization made by the Issuer and/or any of its Relevant Subsidiaries, regardless of the granting of the reorganization processing or its granting by the proper judge; or, further, the Issuer and/or any of its Relevant Subsidiaries carry out any similar procedure that characterizes a state of insolvency, including an arrangement with creditors, under the terms of the applicable legislation; (b) request for voluntary bankruptcy by the Issuer and/or any of its Relevant Subsidiaries; (c) petition for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the petition has been challenged and there is proof of deposit in court within the legal term, if applicable; or (d) adjudication of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring involving the Issuer ("Corporate Restructuring"), including a Corporate Restructuring that results in the dissolution of the Issuer, unless (a) if such Corporate Restructuring is approved at the General Meeting of Debentureholders convened for this purpose; or (b) specifically in cases of consolidation, merger (including merger of shares) or any type of corporate restructuring with an effect similar to the consolidation or merger (other than the merger or consolidation of the Issuer), if the Issuer's successor company is directly or indirectly controlled by ENGIE S.A. and the Issuer's assets are held with such successor company of the Issuer; or (c) Corporate Restructuring carried out exclusively between the Issuer and its Relevant Subsidiaries, provided that the Issuer remains, even if indirectly, as the direct or indirect controlling shareholder of the other companies resulting from the Corporate Reorganization; or (d) merger, by the Issuer (so that the Issuer is the surviving company), of any Relevant Subsidiary of the Issuer; or (e) merger of shares involving the Issuer for the exclusive purpose of carrying out operations for the acquisition of companies by the Issuer; or (f) specifically in the event of merger, consolidation or spin-off of the Issuer, if the right of redemption is guaranteed to Debentureholders who do not agree with said operation, to be exercised within a period of six (6) months from the date of publication of the minutes of the General Meeting of the Issuer to resolve on such transaction, as the case may be; (vi) change in the Issuer's direct or indirect shareholding control, as defined under the terms of article 116 of the Corporation Law, unless final indirect control is held by ENGIE S.A.; (vii) conversion of the Issuer's corporate type, pursuant to articles 220 to 222 of the Corporation Law; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law, unless previously authorized by the Debentureholders representing the majority of Outstanding Debentures at the Debentureholders' General Meeting convened for this purpose, or if the reduction takes place for the purpose of absorbing accumulated losses.

g) The funds obtained through the issuance of the Debentures will be allocated to the reimbursement of expenses or debts related to (a) the Campo Largo Project - Phase 2, and (b) the Gralha Azul Project.

h) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. After signing the Indenture, Pentágono undertakes to hold the position of trustee, in accordance with the provisions contained in the Indenture and the applicable regulations. The main terms and conditions of the contract are described in Section VIII of the Indenture.

12.9 Other relevant information

i) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures or by the CVM.

12.9 Other relevant information

Security	Debentures
Identification of the security	**ENGIE Brasil Energia S.A. – 11th Issue – 1st Tranche.**
Characteristics of Securities	a) Maturity: the Debentures mature on November 15, 2033. b) Automatic Early Maturity: declaration, by the Fiduciary Agent, according to the terms of the Issuance Indenture and pursuant to the provision in Clauses 6.1.1 of the Issuance Indenture; c) Interest: the Debentures are restated at the IPCA and yield annual remuneratory interest corresponding to 5.9325%, calculated on the Restated Unit Par Value of the Debentures. e) Guarantee: the Debentures are of the clean, non-preferred type (unsecured) f) Eventual restrictions to which the issuer is subject in relation to: - Distribution of dividends: should the Company be in default in relation to the payment of any pecuniary obligation set forth in the Issuance Indenture, the Company commits not to pay dividends, interest on equity or any other participation in profits, with the exception of the payment of the minimum mandatory dividend set forth in Article 202 of Law 6.404 of 1976; - Sale or any other form of disposal, by the Issuer (directly or indirectly) of fixed assets that represent, individually or in aggregate, as from the Date of Issuance to the Date of Maturity, of more than 25% (twenty-five percent) of the consolidated installed capacity of the Issuer, set forth in the latest quarterly financial information report of the Issuer on the date of the last event. For the purposes of calculating the 25% (twenty-five percent) limit, the aggregate value of the installed capacity that has been reduced as a result of the reasons mentioned in this item between the Issue Date and the date of the last event (inclusive) shall be incorporated in the Issuer's consolidated installed capacity, as set out in the Issuer's most recent quarterly financial information available; - Contracting of new debt: not applicable. - Issuance of new securities: not applicable. - The execution of corporate operations involving the issuer, its controlling companies or subsidiaries: (i) liquidation dissolution or extinguishment of any Relevant Subsidiaries, unless this does not result in a reduction in risk classification of the Issuer to below "AA" (double A) on the local scale by Standard & Poor's, Fitch or an equivalent score on the part of Moody's; (ii) liquidation or dissolution of the Issuer; (iii)(a) request for judicial or extra-judicial recovery formulated by the Issuer and/or by any of its Relevant Subsidiaries, irrespective of approval of the reorganization process or its granting by the competent judge, or further, realization by the Issuer and/or any of its Relevant Subsidiaries of any analogous procedures in foreign jurisdictions which characterize a state of insolvency, including agreement with creditors, pursuant to the applicable legislation; (b) request for self-bankruptcy by the Issuer and/or by any of its Relevant Subsidiaries; (c) request for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the request has been contested and there is proof that an escrow deposit has been made within the legal timeframe, if applicable; (d) declaration of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) proposal, by the Issuer and/or by any of its Relevant Subsidiaries for mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or plan of extra-judicial recovery of any creditor or class of creditor, regardless of whether judicial approval of the plan has been requested or obtained, or anticipatory measures for any of these procedures as set forth in Paragraph 12 of Article 6 of the Bankruptcy Law or, further, any similar process in another jurisdiction; (iv) spin-off, merger, incorporation (including incorporation of shares), or any other type of corporate reorganization involving the Issuer, except (a) if this Corporate Reorganization is approved in a General Meeting of Debenture Holders convened for this end; or (b) specifically in the hypothesis of a merger, incorporation (including an incorporation of shares) or any type of corporate reorganization with a similar effect to a merger or incorporation (which is not the incorporation or merger of the Issuer), should the corporation, successor of the Issuer, be a directly or indirectly controlled by ENGIE S.A. and the assets of the Issuer be maintained with this corporation, successor of the Issuer; or (c) Corporate Reorganization executed exclusively between the Issuer and its Subsidiaries, conditional on the Issuer remaining if only indirectly as controller, directly or indirectly, of the other corporations resulting from the Corporate Reorganization; or (d) incorporation of the Issuer (such that the Issuer is the incorporating party), of any Subsidiary of the Issuer; or (e) incorporation of shares involving the Issuer with the exclusive purpose of executing operations for acquisition of corporations by the Issuer; or (f) specifically in the hypotheses of an incorporation, merger or spin-off of the Issuer, if the right of redemption is guaranteed to the Debenture Holders that do not agree with the said operation, to be exercised within the term of 6 (six) months) from the date of publication of the minutes of the General Meeting of the Issuer whichever may deliberate on this operation as the case may be; (vi) amendment in the direct or indirect shareholding control of the Issuer pursuant to Article 116 of the Corporations Law, except when the final indirect control is maintained by Engie S.A.; (vii) transformation of the corporate type of the Issuer, pursuant to articles 220 to 222 of the Corporations Law; (viii) reduction of the capital stock of the Issuer, pursuant to Article 174 of the Corporations Law, except: (a) when previously authorized by the Debenture Holders at a General Meeting of Debenture Holders convened to this end, or (b) where the reduction is realized with the purpose of absorbing accumulated losses;

12.9 Other relevant information

g) The net resources raised by the Issuer through the Issuance of Incentivized Debentures shall be allocated to the payment of future expenditures or reimbursement of expenditures, expenses or indebtedness relating to the Gralha Azul Project, Novo Estado Project, and the Santo Agostinho Project.

The net resources raised by the Issuer through the Issuance of the Institutional Debentures shall be used for the formation of working capital to finance the implementation of the Issuer's business plan.

h) Fiduciary Agent: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários.

Following the signature of the Issuance Indenture, Pentágono undertakes to exercise the function of fiduciary agent pursuant to the provisions in the Issuance Indenture and the applicable regulations. The principal terms and conditions of contracting are described in Clause VIII of the Issuance Indenture.

i) The General Meetings of Debenture Holders may be convened by the Fiduciary Agent, by the Issuer, by Debenture Holders representing at least 10% (ten percent) of the Debentures in Circulation or by the CVM.

Security	**Debentures**
Identification of the security	**ENGIE Brasil Energia S.A. – 11th Issue – 2nd Tranche**
Characteristics of Securities	a) Maturity: the Debentures mature on November 15,2038. b) Automatic Early Maturity: declaration, by the Fiduciary Agent, according to the terms of the Issuance Indenture and pursuant to the provision in Clauses 6.1.1 of the Issuance Indenture; c) Interest: the Debentures are restated at the IPCA and yield annual remuneratory interest corresponding to 6,0691% calculated on the Restated Unit Par Value of the Debentures. e) Guarantee: the Debentures are of the clean, non-preferred type (unsecured) f) Eventual restrictions to which the issuer is subject in relation to: - Distribution of dividends: should the Company be in default in relation to the payment of any pecuniary obligation set forth in the Issuance Indenture, the Company commits not to pay dividends, interest on equity or any other participation in profits, with the exception of the payment of the minimum mandatory dividend set forth in Article 202 of Law 6.404 of 1976; - Sale or any other form of disposal, by the Issuer (directly or indirectly) of fixed assets that represent, individually or in aggregate, as from the Date of Issuance to the Date of Maturity, of more than 25% (twenty-five percent) of the consolidated installed capacity of the Issuer, set forth in the latest quarterly financial information report of the Issuer on the date of the last event. For the purposes of calculating the 25% (twenty-five percent) limit, the aggregate value of the installed capacity that has been reduced as a result of the reasons mentioned in this item between the Issue Date and the date of the last event (inclusive) shall be incorporated in the Issuer's consolidated installed capacity, as set out in the Issuer's most recent quarterly financial information available; - Contracting of new debt: not applicable. - Issuance of new securities: not applicable. - The execution of corporate operations involving the issuer, its controlling companies or subsidiaries: (i) liquidation dissolution or extinguishment of any Relevant Subsidiaries, unless this does not result in a reduction in risk classification of the Issuer to below "AA" (double A) on the local scale by Standard & Poor's, Fitch or an equivalent score on the part of Moody's; (ii) liquidation or dissolution of the Issuer; (iii)(a) request for judicial or extra-judicial recovery formulated by the Issuer and/or by any of its Relevant Subsidiaries, irrespective of approval of the reorganization process or its granting by the competent judge, or further, realization by the Issuer and/or any of its Relevant Subsidiaries of any analogous procedures in foreign jurisdictions which characterize a state of insolvency, including agreement with creditors, pursuant to the applicable legislation; (b) request for self-bankruptcy by the Issuer and/or by any of its Relevant Subsidiaries; (c) request for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the request has been contested and there is proof that an escrow deposit has been made within the legal timeframe, if applicable; (d) declaration of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) proposal, by the Issuer and/or by any of its Relevant Subsidiaries for mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or plan of extra-judicial recovery of any creditor or class of creditor, regardless of whether judicial approval of the plan has been requested or obtained, or anticipatory measures for any of these procedures as set forth in Paragraph 12 of Article 6 of the Bankruptcy Law or, further, any similar process in another jurisdiction; (iv) spin-off, merger, incorporation (including incorporation of shares), or any other type of corporate reorganization involving the Issuer, except (a) if this Corporate Reorganization is approved in a General Meeting of Debenture Holders convened for this end; or (b)

12.9 Other relevant information

	specifically in the hypothesis of a merger, incorporation (including an incorporation of shares) or any type of corporate reorganization with a similar effect to a merger or incorporation (which is not the incorporation or merger of the Issuer), should the corporation, successor of the Issuer, be a directly or indirectly controlled by ENGIE S.A. and the assets of the Issuer be maintained with this corporation, successor of the Issuer; or (c) Corporate Reorganization executed exclusively between the Issuer and its Subsidiaries, conditional on the Issuer remaining if only indirectly as controller, directly or indirectly, of the other corporations resulting from the Corporate Reorganization; or (d) incorporation of the Issuer (such that the Issuer is the incorporating party), of any Subsidiary of the Issuer; or (e) incorporation of shares involving the Issuer with the exclusive purpose of executing operations for acquisition of corporations by the Issuer; or (f) specifically in the hypotheses of an incorporation, merger or spin-off of the Issuer, if the right of redemption is guaranteed to the Debenture Holders that do not agree with the said operation, to be exercised within the term of 6 (six) months) from the date of publication of the minutes of the General Meeting of the Issuer whichever may deliberate on this operation as the case may be; (vi) amendment in the direct or indirect shareholding control of the Issuer pursuant to Article 116 of the Corporations Law, except when the final indirect control is maintained by Engie S.A.; (vii) transformation of the corporate type of the Issuer, pursuant to articles 220 to 222 of the Corporations Law; (viii) reduction of the capital stock of the Issuer, pursuant to Article 174 of the Corporations Law, except: (a) when previously authorized by the Debenture Holders at a General Meeting of Debenture Holders convened to this end, or (b) where the reduction is realized with the purpose of absorbing accumulated losses; g) The net resources raised by the Issuer through the Issuance of Incentivized Debentures shall be allocated to the payment of future expenditures or reimbursement of expenditures, expenses or indebtedness relating to the Gralha Azul Project, Novo Estado Project, and the Santo Agostinho Project. The net resources raised by the Issuer through the Issuance of the Institutional Debentures shall be used for the formation of working capital to finance the implementation of the Issuer's business plan. h) Fiduciary Agent: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. Following the signature of the Issuance Indenture, Pentágono undertakes to exercise the function of fiduciary agent pursuant to the provisions in the Issuance Indenture and the applicable regulations. The principal terms and conditions of contracting are described in Clause VIII of the Issuance Indenture. i) The General Meetings of Debenture Holders may be convened by the Fiduciary Agent, by the Issuer, by Debenture Holders representing at least 10% (ten percent) of the Debentures in Circulation or by the CVM.

Security	**Debentures**
Identification of the security	**ENGIE Brasil Energia S.A. – 11th Issue – 3rd Tranche**
Characteristics of Securities	a) Maturity: the Debentures mature on November 15, 2028. b) Automatic Early Maturity: declaration, by the Fiduciary Agent, according to the terms of the Issuance Indenture and pursuant to the provision in Clauses 6.1.1 of the Issuance Indenture; c) Interest: 10.90% e) Guarantee: the Debentures are of the clean, non-preferred type (unsecured) f) Eventual restrictions to which the issuer is subject in relation to: - Distribution of dividends: should the Company be in default in relation to the payment of any pecuniary obligation set forth in the Issuance Indenture, the Company commits not to pay dividends, interest on equity or any other participation in profits, with the exception of the payment of the minimum mandatory dividend set forth in Article 202 of Law 6.404 of 1976; - Sale or any other form of disposal, by the Issuer (directly or indirectly) of fixed assets that represent, individually or in aggregate, as from the Date of Issuance to the Date of Maturity, of more than 25% (twenty-five percent) of the consolidated installed capacity of the Issuer, set forth in the latest quarterly financial information report of the Issuer on the date of the last event. For the purposes of calculating the 25% (twenty-five percent) limit, the aggregate value of the installed capacity that has been reduced as a result of the reasons mentioned in this item between the Issue Date and the date of the last event (inclusive) shall be incorporated in the Issuer's consolidated installed capacity, as set out in the Issuer's most recent quarterly financial information available; - Contracting of new debt: not applicable. - Issuance of new securities: not applicable.

12.9 Other relevant information

- The execution of corporate operations involving the issuer, its controlling companies or subsidiaries: (i) liquidation dissolution or extinguishment of any Relevant Subsidiaries, unless this does not result in a reduction in risk classification of the Issuer to below "AA" (double A) on the local scale by Standard & Poor's, Fitch or an equivalent score on the part of Moody's; (ii) liquidation or dissolution of the Issuer; (iii)(a) request for judicial or extra-judicial recovery formulated by the Issuer and/or by any of its Relevant Subsidiaries, irrespective of approval of the reorganization process or its granting by the competent judge, or further, realization by the Issuer and/or any of its Relevant Subsidiaries of any analogous procedures in foreign jurisdictions which characterize a state of insolvency, including agreement with creditors, pursuant to the applicable legislation; (b) request for self-bankruptcy by the Issuer and/or by any of its Relevant Subsidiaries; (c) request for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the request has been contested and there is proof that an escrow deposit has been made within the legal timeframe, if applicable; (d) declaration of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) proposal, by the Issuer and/or by any of its Relevant Subsidiaries for mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or plan of extra-judicial recovery of any creditor or class of creditor, regardless of whether judicial approval of the plan has been requested or obtained, or anticipatory measures for any of these procedures as set forth in Paragraph 12 of Article 6 of the Bankruptcy Law or, further, any similar process in another jurisdiction; (iv) spin-off, merger, incorporation (including incorporation of shares), or any other type of corporate reorganization involving the Issuer, except (a) if this Corporate Reorganization is approved in a General Meeting of Debenture Holders convened for this end; or (b) specifically in the hypothesis of a merger, incorporation (including an incorporation of shares) or any type of corporate reorganization with a similar effect to a merger or incorporation (which is not the incorporation or merger of the Issuer), should the corporation, successor of the Issuer, be a directly or indirectly controlled by ENGIE S.A. and the assets of the Issuer be maintained with this corporation, successor of the Issuer; or (c) Corporate Reorganization executed exclusively between the Issuer and its Subsidiaries, conditional on the Issuer remaining if only indirectly as controller, directly or indirectly, of the other corporations resulting from the Corporate Reorganization; or (d) incorporation of the Issuer (such that the Issuer is the incorporating party), of any Subsidiary of the Issuer; or
(e) incorporation of shares involving the Issuer with the exclusive purpose of executing operations for acquisition of corporations by the Issuer; or (f) specifically in the hypotheses of an incorporation, merger or spin-off of the Issuer, if the right of redemption is guaranteed to the Debenture Holders that do not agree with the said operation, to be exercised within the term of 6 (six) months) from the date of publication of the minutes of the General Meeting of the Issuer whichever may deliberate on this operation as the case may be; (vi) amendment in the direct or indirect shareholding control of the Issuer pursuant to Article 116 of the Corporations Law, except when the final indirect control is maintained by Engie S.A.; (vii) transformation of the corporate type of the Issuer, pursuant to articles 220 to 222 of the Corporations Law; (viii) reduction of the capital stock of the Issuer, pursuant to Article 174 of the Corporations Law, except:
(a) when previously authorized by the Debenture Holders at a General Meeting of Debenture Holders convened to this end, or (b) where the reduction is realized with the purpose of absorbing accumulated losses;

g) The net resources raised by the Issuer through the Issuance of Incentivized Debentures shall be allocated to the payment of future expenditures or reimbursement of expenditures, expenses or indebtedness relating to the Gralha Azul Project, Novo Estado Project, and the Santo Agostinho Project.

The net resources raised by the Issuer through the Issuance of the Institutional Debentures shall be used for the formation of working capital to finance the implementation of the Issuer's business plan.

h) Fiduciary Agent: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários.

Following the signature of the Issuance Indenture, Pentágono undertakes to exercise the function of fiduciary agent pursuant to the provisions in the Issuance Indenture and the applicable regulations. The principal terms and conditions of contracting are described in Clause VIII of the Issuance Indenture.

i) The General Meetings of Debenture Holders may be convened by the Fiduciary Agent, by the Issuer, by Debenture Holders representing at least 10% (ten percent) of the Debentures in Circulation or by the CVM.

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Security	Debentures
Identification of the security	**ENGIE Brasil Energia S.A. – 11th Issue – 4th Tranche**
Characteristics of Securities	a) Maturity: the Debentures mature on November 15, 2028. b) Automatic Early Maturity: declaration, by the Fiduciary Agent, according to the terms of the Issuance Indenture and pursuant to the provision in Clauses 6.1.1 of the Issuance Indenture; c) Interest: 100% of DI rate with spread of 1,00% per year. e) Guarantee: the Debentures are of the clean, non-preferred type (unsecured) f) Eventual restrictions to which the issuer is subject in relation to: - Distribution of dividends: should the Company be in default in relation to the payment of any pecuniary obligation set forth in the Issuance Indenture, the Company commits not to pay dividends, interest on equity or any other participation in profits, with the exception of the payment of the minimum mandatory dividend set forth in Article 202 of Law 6.404 of 1976; - Sale or any other form of disposal, by the Issuer (directly or indirectly) of fixed assets that represent, individually or in aggregate, as from the Date of Issuance to the Date of Maturity, of more than 25% (twenty-five percent) of the consolidated installed capacity of the Issuer, set forth in the latest quarterly financial information report of the Issuer on the date of the last event. For the purposes of calculating the 25% (twenty-five percent) limit, the aggregate value of the installed capacity that has been reduced as a result of the reasons mentioned in this item between the Issue Date and the date of the last event (inclusive) shall be incorporated in the Issuer's consolidated installed capacity, as set out in the Issuer's most recent quarterly financial information available; - Contracting of new debt: not applicable. - Issuance of new securities: not applicable. - The execution of corporate operations involving the issuer, its controlling companies or subsidiaries: (i) liquidation dissolution or extinguishment of any Relevant Subsidiaries, unless this does not result in a reduction in risk classification of the Issuer to below "AA" (double A) on the local scale by Standard & Poor's, Fitch or an equivalent score on the part of Moody's; (ii) liquidation or dissolution of the Issuer; (iii)(a) request for judicial or extra-judicial recovery formulated by the Issuer and/or by any of its Relevant Subsidiaries, irrespective of approval of the reorganization process or its granting by the competent judge, or further, realization by the Issuer and/or any of its Relevant Subsidiaries of any analogous procedures in foreign jurisdictions which characterize a state of insolvency, including agreement with creditors, pursuant to the applicable legislation; (b) request for self-bankruptcy by the Issuer and/or by any of its Relevant Subsidiaries; (c) request for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the request has been contested and there is proof that an escrow deposit has been made within the legal timeframe, if applicable; (d) declaration of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) proposal, by the Issuer and/or by any of its Relevant Subsidiaries for mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or plan of extra-judicial recovery of any creditor or class of creditor, regardless of whether judicial approval of the plan has been requested or obtained, or anticipatory measures for any of these procedures as set forth in Paragraph 12 of Article 6 of the Bankruptcy Law or, further, any similar process in another jurisdiction; (iv) spin-off, merger, incorporation (including incorporation of shares), or any other type of corporate reorganization involving the Issuer, except (a) if this Corporate Reorganization is approved in a General Meeting of Debenture Holders convened for this end; or (b) specifically in the hypothesis of a merger, incorporation (including an incorporation of shares) or any type of corporate reorganization with a similar effect to a merger or incorporation (which is not the incorporation or merger of the Issuer), should the corporation, successor of the Issuer, be a directly or indirectly controlled by ENGIE S.A. and the assets of the Issuer be maintained with this corporation, successor of the Issuer; or (c) Corporate Reorganization executed exclusively between the Issuer and its Subsidiaries, conditional on the Issuer remaining if only indirectly as controller, directly or indirectly, of the other corporations resulting from the Corporate Reorganization; or (d) incorporation of the Issuer (such that the Issuer is the incorporating party), of any Subsidiary of the Issuer; or (e) incorporation of shares involving the Issuer with the exclusive purpose of executing operations for acquisition of corporations by the Issuer; or (f) specifically in the hypotheses of an incorporation, merger or spin-off of the Issuer, if the right of redemption is guaranteed to the Debenture Holders that do not agree with the said operation, to be exercised within the term of 6 (six) months) from the date of publication of the minutes of the General Meeting of the Issuer whichever may deliberate on this operation as the case may be; (vi) amendment in the direct or indirect shareholding control of the Issuer pursuant to Article 116 of the Corporations Law, except when the final indirect control is maintained by Engie S.A.; (vii) transformation of the corporate type of the Issuer, pursuant to articles 220 to 222 of the Corporations Law; (viii) reduction of the capital stock of the Issuer, pursuant to Article 174 of the Corporations Law, except: (a) when previously authorized by the Debenture Holders at a General Meeting of Debenture Holders convened to this end, or (b) where the reduction is realized with the purpose of absorbing accumulated losses;

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	g) The net resources raised by the Issuer through the Issuance of Incentivized Debentures shall be allocated to the payment of future expenditures or reimbursement of expenditures, expenses or indebtedness relating to the Gralha Azul Project, Novo Estado Project, and the Santo Agostinho Project. The net resources raised by the Issuer through the Issuance of the Institutional Debentures shall be used for the formation of working capital to finance the implementation of the Issuer's business plan. h) Fiduciary Agent: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários. Following the signature of the Issuance Indenture, Pentágono undertakes to exercise the function of fiduciary agent pursuant to the provisions in the Issuance Indenture and the applicable regulations. The principal terms and conditions of contracting are described in Clause VIII of the Issuance Indenture. i) The General Meetings of Debenture Holders may be convened by the Fiduciary Agent, by the Issuer, by Debenture Holders representing at least 10% (ten percent) of the Debentures in Circulation or by the CVM.

Security	**Debentures**
Identification of the security	**ENGIE Brasil Energia S.A. – 11th Issue – 5th Tranche**
Characteristics of Securities	a) Maturity: the Debentures mature on November 15, 2030. b) Automatic Early Maturity: declaration, by the Fiduciary Agent, according to the terms of the Issuance Indenture and pursuant to the provision in Clauses 6.1.1 of the Issuance Indenture; c) Interest: 100% of DI rate plus a spread of 1.10% per year. e) Guarantee: the Debentures are of the clean, non-preferred type (unsecured) f) Eventual restrictions to which the issuer is subject in relation to: - Distribution of dividends: should the Company be in default in relation to the payment of any pecuniary obligation set forth in the Issuance Indenture, the Company commits not to pay dividends, interest on equity or any other participation in profits, with the exception of the payment of the minimum mandatory dividend set forth in Article 202 of Law 6.404 of 1976; - Sale or any other form of disposal, by the Issuer (directly or indirectly) of fixed assets that represent, individually or in aggregate, as from the Date of Issuance to the Date of Maturity, of more than 25% (twenty-five percent) of the consolidated installed capacity of the Issuer, set forth in the latest quarterly financial information report of the Issuer on the date of the last event. For the purposes of calculating the 25% (twenty-five percent) limit, the aggregate value of the installed capacity that has been reduced as a result of the reasons mentioned in this item between the Issue Date and the date of the last event (inclusive) shall be incorporated in the Issuer's consolidated installed capacity, as set out in the Issuer's most recent quarterly financial information available; - Contracting of new debt: not applicable. - Issuance of new securities: not applicable. - The execution of corporate operations involving the issuer, its controlling companies or subsidiaries: (i) liquidation dissolution or extinguishment of any Relevant Subsidiaries, unless this does not result in a reduction in risk classification of the Issuer to below "AA" (double A) on the local scale by Standard & Poor's, Fitch or an equivalent score on the part of Moody's; (ii) liquidation or dissolution of the Issuer; (iii)(a) request for judicial or extra-judicial recovery formulated by the Issuer and/or by any of its Relevant Subsidiaries, irrespective of approval of the reorganization process or its granting by the competent judge, or further, realization by the Issuer and/or any of its Relevant Subsidiaries of any analogous procedures in foreign jurisdictions which characterize a state of insolvency, including agreement with creditors, pursuant to the applicable legislation; (b) request for self-bankruptcy by the Issuer and/or by any of its Relevant Subsidiaries; (c) request for bankruptcy against the Issuer, and/or any of its Relevant Subsidiaries, unless the request has been contested and there is proof that an escrow deposit has been made within the legal timeframe, if applicable; (d) declaration of bankruptcy of the Issuer and/or any of its Relevant Subsidiaries; (e) proposal, by the Issuer and/or by any of its Relevant Subsidiaries for mediation, conciliation, pursuant to Article 20-B of the Bankruptcy Law or plan of extra-judicial recovery of any creditor or class of creditor, regardless of whether judicial approval of the plan has been requested or obtained, or anticipatory measures for any of these procedures as set forth in Paragraph 12 of Article 6 of the Bankruptcy Law or, further, any similar process in another jurisdiction; (iv) spin-off, merger, incorporation (including incorporation of shares), or any other type of corporate reorganization involving the Issuer, except (a) if this Corporate Reorganization is approved in a General Meeting of Debenture Holders convened for this end; or (b) specifically in the hypothesis of a merger, incorporation (including an incorporation of shares) or any type of corporate reorganization with a similar effect to a merger or incorporation (which is not the incorporation or merger of the Issuer),

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should the corporation, successor of the Issuer, be a directly or indirectly controlled by ENGIE S.A. and the assets of the Issuer be maintained with this corporation, successor of the Issuer; or (c) Corporate Reorganization executed exclusively between the Issuer and its Subsidiaries, conditional on the Issuer remaining if only indirectly as controller, directly or indirectly, of the other corporations resulting from the Corporate Reorganization; or (d) incorporation of the Issuer (such that the Issuer is the incorporating party), of any Subsidiary of the Issuer; or
(e) incorporation of shares involving the Issuer with the exclusive purpose of executing operations for acquisition of corporations by the Issuer; or (f) specifically in the hypotheses of an incorporation, merger or spin-off of the Issuer, if the right of redemption is guaranteed to the Debenture Holders that do not agree with the said operation, to be exercised within the term of 6 (six) months) from the date of publication of the minutes of the General Meeting of the Issuer whichever may deliberate on this operation as the case may be; (vi) amendment in the direct or indirect shareholding control of the Issuer pursuant to Article 116 of the Corporations Law, except when the final indirect control is maintained by Engie S.A.; (vii) transformation of the corporate type of the Issuer, pursuant to articles 220 to 222 of the Corporations Law; (viii) reduction of the capital stock of the Issuer, pursuant to Article 174 of the Corporations Law, except:
: (a) when previously authorized by the Debenture Holders at a General Meeting of Debenture Holders convened to this end, or (b) where the reduction is realized with the purpose of absorbing accumulated losses;

g) The net resources raised by the Issuer through the Issuance of Incentivized Debentures shall be allocated to the payment of future expenditures or reimbursement of expenditures, expenses or indebtedness relating to the Gralha Azul Project, Novo Estado Project, and the Santo Agostinho Project.

The net resources raised by the Issuer through the Issuance of the Institutional Debentures shall be used for the formation of working capital to finance the implementation of the Issuer's business plan.

h) Fiduciary Agent: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários.

Following the signature of the Issuance Indenture, Pentágono undertakes to exercise the function of fiduciary agent pursuant to the provisions in the Issuance Indenture and the applicable regulations. The principal terms and conditions of contracting are described in Clause VIII of the Issuance Indenture.

i) The General Meetings of Debenture Holders may be convened by the Fiduciary Agent, by the Issuer, by Debenture Holders representing at least 10% (ten percent) of the Debentures in Circulation or by the CVM.

ii. Securities issued by companies controlled by the Company

In addition to item 12.3 of this Reference Form, the Company describes below the securities issued by its controlled companies.

The outstanding debt balances presented below are the gross debt balances of funding costs as per the Financial Statements as of December 31, 2022.

Exclusively for the purposes of the table below, the term "Issuer" must be understood as Companhia Energética Jaguara.

Securities	**Debentures**
Identification of the security	Companhia Energética Jaguara – 1st issue - Tranche 2
Issue date	06/15/2018
Maturity date	06/15/2027
Quantity (Units)	634,000
Total amount (*Reais*)	634,000,000.00

12.9 Other relevant information

Outstanding Debit Balance	725,273,849.27
Restriction to circulation	Yes
Description of restriction	Ninety (90) days of subscription or acquisition by Professional Investors, as provided in article 13 of CVM Instruction No. 476. In 2022, said Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however this provides in Article 100, sole paragraph, that "offers in progress on the date of entry into force of this resolution will be governed, including with regard to restrictions on trading in the secondary market of the securities offered, by the rules in force: I - on the date of filing of the registration application; or II - on the date on which the beginning of the offer is informed, in the case of offers exempt from registration."
Convertibility	No
Possibility of redemption	Yes
Assumption and calculation of the redemption value	Provided that it is so authorized by specific regulation, pursuant to Law No. 12.431, the Company may, at any time from the Issue Date, carry out an optional early redemption Offering of all the First Series Debentures and/or the Second Series Debentures, as the case may be, to be addressed to all Debentureholders of the respective series, without distinction, and all Debentureholders of the respective series are guaranteed equal conditions to accept or refuse, at their sole discretion, the offer of early redemption of the Debentures held by them, subject to the terms of the Indenture and applicable legislation, including, but not limited to, the Corporation Law and the rules to be issued by the CMN. The amount to be paid in relation to each of the Debentures of the respective series under the Early Redemption Offering will correspond to the balance of the Unit Par Value or the Adjusted Unit Par Value, as the case may be, plus the applicable Remuneration, calculated on a pro rata basis since the Payment Date or the Remuneration Payment Date of the respective immediately preceding series, as the case may be, until the effective payment date, without the incidence of a premium of any nature.

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Characteristics of Securities

a) Maturity: The Debentures mature on June 15, 2027.

b) Early maturity: When together with the Maturity Date of the First Series Debentures, without distinction, there being, however, the provision of declaration of early maturity in the knowledge of the occurrence of any of the hypotheses provided for in items 4.1.1 and 4.1.2 of the Indenture.

c) Interest: The Unit Par Value or the balance of the Unit Par Value, as applicable, of the Second Series Debentures will be adjusted for inflation by the accumulated variation of the Broad Consumer Price Index ("IPCA"), calculated and published monthly by the Brazilian Institute of Geography and Statistics ("IBGE"), from the Payment Date to the date of actual payment, with the proceeds from the Adjustment for Inflation being incorporated into the Unit Par Value or the balance of the Unit Par Value, as the case may be. Fixed compensatory interest of 6.4962%, based on two hundred and fifty-two (252) Business Days shall apply to the Adjusted Unit Par Value of the Second Series Debentures ("Second Series Remuneration" and, together with the First Series Remuneration or indistinctly, "Remuneration").

d) Guarantee: Fiduciary assignment, by ENGIE Brasil Energia S.A. and by ENGIE Brasil Energia Comercializadora Ltda. in favor of the Debentureholders, represented by the Trustee, of all the shares, current and future, owned by them and issued by the Issuer, as well as any other securities representing the Issuer's capital stock that may be subscribed, paid in, received, conferred, purchased or otherwise acquired by the Shareholders, as well as all ancillary rights related to the aforementioned assets, including proceeds, income, remuneration, bonus or capital reimbursement, owned by the Shareholders. In addition, there is the Fiduciary Assignment, by the Issuer, in favor of the Debentureholders, represented by the Trustee, of all the following main and ancillary rights, present and future, held by the Issuer and, together with the Fiduciary Assignment of Shares of the Issuer: rights arising from Concession Agreement 002/2017-ANEEL, entered into on November 10, 2017, between the Federal Government, represented by the National Electric Energy Agency - ANEEL, and the Company, and any subsequent amendments thereto, including the right to receive all and any amounts that, effectively or potentially, are or will become payable and pending payment by the government to the Issuer, including the right to receive all indemnities for the termination of the concession granted under the terms of the Concession Agreement and credit rights arising from provision of electric power generation services, provided for in the Concession Agreement; credit rights arising from the Conventional Electricity Purchase Agreement, to be entered into between the Issuer and ENGIE (as amended from time to time), and all other energy purchase agreements related to the Project, as well as any amendments and/or instruments that may replace them; credit rights arising from the Operating Agreement - Jaguara Hydroelectric Power Plant, to be entered into between the Issuer and ENGIE (as amended from time to time), or any instruments that may replace it, including any indemnities arising from penalties or insurance reimbursement due to the Issuer; credit rights arising from insurance policies related to the Project taken out by the Issuer as co-insured (exclusively with respect to credit rights held by the Issuer as co-insured), and all other insurance policies related to the Project, as well as any endorsements and/or instruments that may replace them; credit rights, present and/or future, arising from the ownership of the Centralizing Account, in which the receivables arising from the Credit Rights will be credited, including all receivables and revenues, at any time, during the term of this Agreement, received, held and deposited in the Centralizing Account, as well as any and all amounts and resources that may be deposited in the Centralizing Account, regardless of origin; credit rights, present and/or future, arising from the ownership of the Reserve Account, to which the amount necessary to make up the Minimum Balance of the Reserve Account will be transferred from the Centralizing Account, including all receivables arising from the Credit Rights and revenues, at any time, during the term of this Agreement, received, held and deposited in the Reserve Account, as well as any and all amounts and resources that may be deposited in the Reserve Account, regardless of origin; credit rights arising from the Permitted Investments carried out with the funds credited to the Centralizing Account and the Reserve Account, including financial investments, income, rights, earnings, distributions and other amounts received or to be received or in any other way distributed or to be distributed to the Issuer. The other terms and conditions of the Fiduciary Assignment of Credit Rights will be described in the "Private Instrument for the Fiduciary Assignment of Emerging Rights, Credit Rights and Bank Credits in Guarantee and Other Covenants", to be entered into between the Issuer and the Trustee.

12.9 **Other relevant information**

	e) Any restrictions imposed on the issuer in relation to: Except for the payment of the mandatory minimum dividend provided for in article 202 of the Corporation Law, which will not be subject to any restrictions, no dividends, interest on equity or any other profit sharing provided for in the Issuer's Bylaws shall be paid, exclusively in the event of: If the Issuer is in default with respect to the payment of any pecuniary obligation provided for in this Indenture, or if the DSCR calculated in accordance with the provisions of Section 4.1.2 of the Indenture is greater than or equal to 1.10x and less than or equal to 1.15x; provided that, once an DSCR greater than 1.15x is calculated and as long as there is no default by the Issuer, in relation to the payment of any pecuniary obligation provided for in this Indenture, the Issuer may pay any distributions under the terms of this item, without any restrictions; and not incur new debts in operations in the local and international financial or capital markets, grant preference to other credits (in relation to obligations incurred under the Indenture), carry out share repayments, issue debentures or founders' shares until the full settlement of the Second Series Debentures, unless approved at the General Meeting by Debentureholders representing at least 75% of the Outstanding Debentures, on first or second call. f) The funds obtained through the issuance of Debentures shall be used to refinance the Issuer's indebtedness, including through the partial mandatory early redemption of commercial promissory notes of the 1st issue of the Issuer ("1st Issue of Promissory Notes"), in an amount corresponding to the total net amount raised through the placement of First Series Debentures. g) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários h) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.
Conditions for modification of the rights ensured by said securities	Upon proposal by the Issuer, the General Meeting of Debentureholders may, by a favorable resolution of Debentureholders representing at least ninety percent (90%) of the Outstanding Debentures, on first and second call, approve any modification related to the characteristics of the Debentures that entails alteration of: (i) the Adjustment for Inflation or Remuneration, (ii) the Remuneration Payment Dates or any amounts provided for in this Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the amounts, sums and Repayment Dates of the Debentures, (v) the wording of any Events of Default, including their exclusion; (vi) the alteration of the resolution quorums provided for in this Indenture, (vii) the provisions of this Section, (viii) the Security Interests, (ix) creation of a renegotiation event, (x) the provisions relating to optional early redemption; optional extraordinary repayments, or (xi) the type of Debentures.

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Exclusively for the purposes of the table below, the term "Issuer" must be understood as Companhia Energética Miranda.

Security	Debentures
Identification of the security	**Companhia Energética Miranda – 1st issue – Tranche 2**
Issue date	06.15.2018
Maturity date	06.15.2027
Quantity (Units)	386,000
Individuals (Units)	946
Legal entities (Units)	28
Institutional investors (Units)	0
Total amount (Reais)	386,000,000.00
Outstanding Debit Balance	464,643,927.84
Restriction to circulation	Yes
Description of restriction	Ninety (90) days of subscription or acquisition by Professional Investors, as provided in article 13 of CVM Instruction No. 476. In 2022, said Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however this provides in Article 100, sole paragraph, that "offers in progress on the date of entry into force of this resolution will be governed, including with regard to restrictions on trading in the secondary market of the securities offered, by the rules in force: I - on the date of filing of the registration application; or II - on the date on which the beginning of the offer is informed, in the case of offers exempt from registration."
Convertibility	No
Possibility of redemption	Yes
Assumption and calculation of the redemption value	Provided that it is so authorized by specific regulation, pursuant to Law No. 12.431, the Company may, at any time from the Issue Date, carry out an optional early redemption Offering of all the First Series Debentures and/or the Second Series Debentures, as the case may be, to be addressed to all Debentureholders of the respective series, without distinction, and all Debentureholders of the respective series are guaranteed equal conditions to accept or refuse, at their sole discretion, the offer of early redemption of the Debentures held by them, subject to the terms of the Indenture and applicable legislation, including, but not limited to, the Corporation Law and the rules to be issued by the CMN. The amount to be paid in relation to each of the Debentures of the respective series under the Early Redemption Offering will correspond to the balance of the Unit Par Value or the Adjusted Unit Par Value, as the case may be, plus the applicable Remuneration, calculated on a pro rata basis since the Payment Date or the Remuneration Payment Date of the respective immediately preceding series, as the case may be, until the effective payment date, without the incidence of a premium of any nature.
Características dos valores mobiliários	a) Maturity: The Debentures mature on June 15, 2027. b) Early maturity: When together with the Maturity Date of the First Series Debentures, without distinction, there being, however, the provision of declaration of early maturity in the knowledge of the occurrence of any of the hypotheses provided for in items 4.1.1 and 4.1.2 of the Indenture. c) Interest: The Unit Par Value or the balance of the Unit Par Value, as applicable, of the Second Series Debentures will be adjusted for inflation by the accumulated variation of the Broad Consumer Price Index ("IPCA"), calculated and published monthly by the Brazilian Institute of Geography and Statistics ("IBGE"), from the Payment Date to the date of actual payment, with the proceeds from the Adjustment for Inflation being incorporated into the Unit Par Value or the balance of the Unit Par Value, as the case may be. Fixed compensatory interest of 6.4962%, based on two hundred and fifty-two (252) Business Days shall apply to the Adjusted Unit Par Value of the Second Series Debentures ("Second Series Remuneration" and, together with the First Series Remuneration or indistinctly, "Remuneration"). d) Guarantee: Fiduciary assignment, by ENGIE Brasil Energia S.A. and by ENGIE Brasil Energia Comercializadora Ltda. in favor of the Debentureholders, represented by the Trustee, of all the

12.9 Other relevant information

shares, current and future, owned by them and issued by the Issuer, as well as any other securities representing the Issuer's capital stock that may be subscribed, paid in, received, conferred, purchased or otherwise acquired by the Shareholders, as well as all ancillary rights related to the aforementioned assets, including proceeds, income, remuneration, bonus or capital reimbursement, owned by the Shareholders. In addition, there is the Fiduciary Assignment, by the Issuer, in favor of the Debentureholders, represented by the Trustee, of all the following main and ancillary rights, present and future, held by the Issuer and, together with the Fiduciary Assignment of Shares of the Issuer: rights arising from Concession Agreement 002/2017-ANEEL, entered into on November 10, 2017, between the Federal Government, represented by the National Electric Energy Agency - ANEEL, and the Company, and any subsequent amendments thereto, including the right to receive all and any amounts that, effectively or potentially, are or will become payable and pending payment by the government to the Issuer, including the right to receive all indemnities for the termination of the concession granted under the terms of the Concession Agreement and credit rights arising from provision of electric power generation services, provided for in the Concession Agreement; credit rights arising from the Conventional Electricity Purchase Agreement, to be entered into between the Issuer and ENGIE (as amended from time to time), and all other energy purchase agreements related to the Project, as well as any amendments and/or instruments that may replace them; credit rights arising from the Operating Agreement - Miranda Hydroelectric Power Plant, to be entered into between the Issuer and ENGIE (as amended from time to time), or any instruments that may replace it, including any indemnities arising from penalties or insurance reimbursement due to the Issuer; credit rights arising from insurance policies related to the Project taken out by the Issuer as co-insured (exclusively with respect to credit rights held by the Issuer as co-insured), and all other insurance policies related to the Project, as well as any endorsements and/or instruments that may replace them; credit rights, present and/or future, arising from the ownership of the Centralizing Account, in which the receivables arising from the Credit Rights will be credited, including all receivables and revenues, at any time, during the term of this Agreement, received, held and deposited in the Centralizing Account, as well as any and all amounts and resources that may be deposited in the Centralizing Account, regardless of origin; credit rights, present and/or future, arising from the ownership of the Reserve Account, to which the amount necessary to make up the Minimum Balance of the Reserve Account will be transferred from the Centralizing Account, including all receivables arising from the Credit Rights and revenues, at any time, during the term of this Agreement, received, held and deposited in the Reserve Account, as well as any and all amounts and resources that may be deposited in the Reserve Account, regardless of origin; credit rights arising from the Permitted Investments carried out with the funds credited to the Centralizing Account and the Reserve Account, including financial investments, income, rights, earnings, distributions and other amounts received or to be received or in any other way distributed or to be distributed to the Issuer. The other terms and conditions of the Fiduciary Assignment of Credit Rights will be described in the "Private Instrument for the Fiduciary Assignment of Emerging Rights, Credit Rights and Bank Credits in Guarantee and Other Covenants", to be entered into between the Issuer and the Trustee.

e) any restrictions imposed on the issuer in relation to: Except for the payment of the mandatory minimum dividend provided for in article 202 of the Corporation Law, which will not be subject to any restrictions, no dividends, interest on equity or any other profit sharing provided for in the Issuer's Bylaws shall be paid, exclusively in the event of: If the Issuer is in default with respect to the payment of any pecuniary obligation provided for in this Indenture, or if the DSCR calculated in accordance with the provisions of Section 4.1.2 of the Indenture is greater than or equal to 1.10x and less than or equal to 1.15x; provided that, once an DSCR greater than 1.15x is calculated and as long as there is no default by the Issuer, in relation to the payment of any pecuniary obligation provided for in this Indenture, the Issuer may pay any distributions under the terms of this item, without any restrictions; and not incur new debts in operations in the local and international financial or capital markets, grant preference to other credits (in relation to obligations incurred under the Indenture), carry out share repayments, issue debentures or founders' shares until the full settlement of the Second Series Debentures, unless approved at the General Meeting by Debentureholders representing at least 75% of the Outstanding Debentures, on first or second call.

f) The funds obtained through the issuance of Debentures shall be used to refinance the Issuer's indebtedness, including through the partial mandatory early redemption of commercial promissory notes of the 1st issue of the Issuer ("1st Issue of Promissory Notes"), in an amount corresponding to the total net amount raised through the placement of First Series Debentures.

12.9 **Other relevant information**

	g) Trustee: Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários
	h) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series or by the CVM.
Conditions for modification of the rights ensured by said securities	Upon proposal by the Issuer, the General Meeting of Debentureholders may, by a favorable resolution of Debentureholders representing at least ninety percent (90%) of the Outstanding Debentures, on first and second call, approve any modification related to the characteristics of the Debentures that entails alteration of: (i) the Adjustment for Inflation or Remuneration, (ii) the Remuneration Payment Dates or any amounts provided for in this Indenture, (iii) the Maturity Date of the Debentures and the validity of the Debentures, (iv) the amounts, sums and Repayment Dates of the Debentures, (v) the wording of any Events of Default, including their exclusion; (vi) the alteration of the resolution quorums provided for in this Indenture, (vii) the provisions of this Section, (viii) the Security Interests, (ix) creation of a renegotiation event, (x) the provisions relating to optional early redemption; optional extraordinary repayments, or (xi) the type of Debentures.

iii. Securities issued by a company jointly controlled by the Company, not consolidated in the Company's financial statements

In addition to item 12.3 of this Reference Form, the Company describes below the securities issued by a company jointly controlled by the Company, not consolidated in the Company's financial statements.

The outstanding debt balances presented below are the gross debt balances of funding costs as per the Financial Statements as of December 31, 2022.

Exclusively for the purposes of the table below, the term "Issuer" and the term "Company" must be understood as Transportadora Associada de Gás S.A. - TAG.

Security	Debentures
Identification of the security	**Transportadora Associada de Gás S.A. - TAG. – 1st issue – Tranche 1**
Issue date	06.13.2019
Maturity date	06.13.2026
Quantity (Units)	70,000
Individuals (Units)	0
Legal entities (Units)	3
Institutional investors (Units)	0
Total amount (Reais)	3,500,000,000.00
Outstanding Debit Balance	2,259,724,316.20
Restriction to circulation	Yes
Description of restriction	Ninety (90) days of subscription or acquisition by Professional Investors, as provided in article 13 of CVM Instruction No. 476. In 2022, said Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however this provides in Article 100, sole paragraph, that "offers in progress on the date of entry into force of this resolution will be governed, including with regard to restrictions on trading in the secondary market of the securities offered, by the rules in force: I - on the date of filing of the registration application; or II - on the date on which the beginning of the offer is informed, in the case of offers exempt from registration."
Convertibility	No
Possibility of redemption	Yes

12.9 **Other relevant information**

Assumption and calculation of the redemption value

(i) (Transportadora Associada de Gás S.A. - TAG. may carry out, at any time from the first payment date, at its sole discretion: (a) optional extraordinary amortization, always limited to 98% (ninety-eight percent) of the respective Face Unit Value, which shall proportionally cover all Debentures ("Extraordinary Optional Amortization"); or (b) the optional early redemption of all Debentures ("Optional Redemption"), in any case, after obtaining the net proceeds from the Issue, subject to the conditions and terms of the Clauses below, upon payment of a premium on the amount of the respective Amount Nominal Unit (or balance of the respective nominal unit value, as the case may be) object of Optional Extraordinary Amortization or Optional Redemption plus Remuneration, corresponding to 0.20% (twenty hundredths percent) per year, based on 360 (three hundred and sixty) days, considering the period between the effective payment date and the Maturity Date, calculated according to the formula below ("Premium"):

Premium= VR * (Rate)*(duc/360)

where:

VR = nominal unit value or balance of the respective nominal unit value, as the case may be, plus remuneration pursuant to item (ii) below.

Rate = 0.20% p.y. (twenty hundredths' percent a year).

duc= number of consecutive days between the date of payment of the Optional Early Redemption / Optional Early Amortization and the due date, considering a year of 360 consecutive days.

(ii) The value of the Optional Extraordinary Amortization or the Optional Redemption, as the case may be, due by the Transportadora Associada de Gás S.A. - TAG. will be equivalent to the amount of the respective Nominal Unit Value or the balance of the respective Nominal Unit Value, as the case may be, object of the amortization or redemption, as the case may be, plus: (i) of the Remuneration, calculated pro rata temporis, from the first Date of Payment of the Debentures, or from the date of payment of the Remuneration immediately before, until the date of the Extraordinary Optional Amortization or the Optional Redemption, as the case may be; (ii) of the Premium, as applicable; and (iii) any late payment charges due by Transportadora Associada de Gás S.A. - TAG.

(iii) Transportadora Associada de Gás S.A. - TAG. should communicate, via individual notification to all Debenture Holders, with a copy for the Trustee and B3, or publication of a Debentures Notice, under the terms of the Indenture, on carrying out the Optional Extraordinary Amortization or Optional Redemption, as the case may be, with at least three (3) business days in advance of the date stipulated for payment of the Optional Extraordinary Amortization or Optional Redemption, as the case may be. The payment of amortized or redeemed Debentures will be carried out in accordance with the procedures adopted by B3, for Debentures held in electronic custody at B3 or upon deposit into a current account, as indicated by each Debenture Holder, in the case of Debentures that are not electronically held in custody at B3.

(iv) The communication mentioned in item (iii) above must contain at least: (i) the date for carrying out the Optional Extraordinary Amortization or Optional Redemption, as the case may be; (ii) the previous value of the Optional Extraordinary Amortization or the Optional Redemption, as the case may be, calculated on the day prior to the date of publication or sending of the notification; (iii) the percentage of the respective Nominal Unit Value or the balance of the respective Nominal Unit Value of the Debentures that will be amortized, in the event of Optional Extraordinary Amortization, considering the limitation of item (i) above; and (iv) any other information necessary for the operation of the Extraordinary Optional Amortization or the Optional Redemption, as the case may be.

(v) The payment of the Optional Extraordinary Amortization or the Optional Redemption must be made on the date indicated in the communication of the Optional Extraordinary Amortization or the Optional Redemption and must proportionally cover all the Debentures, using the procedures adopted by B3 for Debentures held in electronic custody at B3.

(vi) In case of Optional Rescue, Debentures should be canceled.

(vii) Partial optional redemption of the Debentures will not be allowed.

12.9 **Other relevant information**

Characteristics of Securities

a) Maturity: The Debentures mature on June 13, 2026.

b) Early Redemption Offering: The Issuer shall carry out an offer for early redemption of the Debentures, in whole or in part, addressed to all Debentureholders, without distinction, including in relation to the series ("Mandatory Redemption Offering"), with all Debentureholders being guaranteed equal conditions to accept early redemption of the Debentures they hold, in accordance with the terms and conditions set forth in this Section 5.3 and in the occurrence of any of the following cases:

- receipt, by the Issuer and/or the Company, of net funds arising from insurance premium proceeds, compensation for damage or any other form of compensation for losses arising from loss, destruction and/or damage to any asset of the Issuer and/or the Company, without such funds being used (a) in the course of the Issuer's and/or the Company's business within a period of up to one (1) year from the respective receipt or (b) to reestablish the Company's operations under the "Natural Gas Firm Transport Service Agreement, referring to the GASENE Transport System", entered into on November 10, 2008, between Petrobras, in the capacity of loader, and the Company, in the capacity of carrier, as amended ("Gasene Gas Transport Agreement"). In this case, the Mandatory Redemption Offering shall correspond to the value of the net funds received and not used proportionally divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice (as defined below), and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the PTAX quote of the "United States Dollar" (code 220), published through the website of the Central Bank of Brazil ("BACEN") on exchange rates in the "Currency Conversion" option, based on the date corresponding to the second (2nd) Business Day prior to the date of publication of the Mandatory Redemption Offering Notice ("Conversion Value");

- any sale of assets, by the Issuer and/or the Company, whose net proceeds: (a) are not used or reserved to replace assets sold or for investment in assets in the course of the Issuer's and/or the Company's business within up to one (1) year, after receipt of the funds; and (b) (x) whose value, in the same fiscal year, individually or jointly, is equal to or greater than three hundred eighty-four million, three hundred seventy thousand Reais (R$384,370,000.00), which must be adjusted for inflation by the accumulated variation of the IPCA annually, from the Payment Date, or its equivalent in other currencies, or (y) whose value, in any period, individually or jointly, is equal to or greater than nine hundred sixty million, nine hundred twenty-five thousand Reais (R$960,925,000.00) which must be adjusted for inflation by the accumulated variation of the IPCA annually, from the Payment Date, or its equivalent in other currencies. In this case, the amount of the Mandatory Redemption Offering shall correspond to the value of the net funds received and not used, divided proportionately on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;

- if the Company does not transfer funds from the Distribution Reserve Account (as defined in the Company Fiduciary Assignment Agreement) to the Operating Account and/or to the Checking Account (as defined in the Company Fiduciary Assignment Agreement) for three (3) consecutive Repayment Dates due to the Issuer and/or the Company not having fulfilled the conditions for the distribution of dividends established in the Indenture. In this case, the amount of the Mandatory Redemption Offering must correspond to the value of the balance of the Distribution Reserve Account proportionally divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;

- receipt of funds arising from the termination of any Relevant Project Contract (unless the terminated Relevant Project Contract has been replaced by another contract which, considered in its entirety, is not materially less favorable to the Issuer and/or the Company). In this case, the Mandatory Redemption Offering shall correspond to the value of the net funds received and not used, divided proportionately on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;

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- in case the Issuer and/or the Company incurs new debts other than those permitted under the Indenture. In this case, the Mandatory Redemption Offering shall correspond to the value of the net indebtedness proportionately divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount.

c) Interest: The Debentures will be entitled to compensatory interest corresponding to one hundred percent (100%) of the accumulated variation of the average daily rates of DI Rates – One-day Over Extra-Group Interbank Deposits ("DI Rates"), expressed as a percentage per annum, based on two hundred and fifty-two (252) business days, calculated and published daily by B3 in the daily bulletin, available on its website (http://www.b3.com.br), plus a spread (surcharge) of one point eighty percent (1.80%) per annum, based on two hundred and fifty-two (252) business days, calculated exponentially and cumulatively on a pro rata basis per business days elapsed, levied on the respective Unit Par Value or balance of the respective Unit Par Value of the Debentures, as the case may be, from the first Payment Date of the Debentures, or from the immediately preceding Remuneration payment date, until the subsequent Remuneration payment date.

d) Guarantee: The Debentures are unsecured with additional security interest, which includes:

- fiduciary assignment of one hundred percent (100%) of the shares issued by the Issuer, representing one hundred percent (100%) of the total and voting capital of the Issuer;
- fiduciary assignment of ninety percent (90%) of the shares issued by TAG, representing ninety percent (90%) of the total and voting share capital of TAG;
- fiduciary assignment, by the Issuer, of the credit rights held by it arising from an intercompany loan, as well as from a checking account of free operation held by it;
- fiduciary assignment, by TAG, of all credit rights, current and future, of its ownership arising from the authorizations to explore the transport and storage of natural gas, as well as the gas transport contracts and other rights and/or revenues that are of its ownership, including checking accounts with restricted transactions held by it, and, by the Issuer, of checking accounts with restricted transactions owned by it;
- conditional assignment, by TAG, of its contractual rights arising from the Account Management Agreement and Other Covenants, entered into on May 25, 2018, between Petrobras, the Company and Banco Santander (Brasil) S.A.; and
- pledge, by the Issuer, of rights and/or revenues that it owns, including foreign checking accounts with restricted transaction held by it.
- Corporate guarantee, for the entire debt, provided by TAG.

For more information on guarantees, see item 7.9 of this form.

e) any restrictions imposed on the issuer in relation to:

- the distribution of dividends: the Issuer may only distribute dividends if it complies with the "Distribution Conditions" present in the indenture, which include:
- having complied with its payment obligations under the Indenture;
- no Event of Default provided for in the Indenture having occurred;
- having complied with the Debt Service Coverage Ratio as evidenced by the Issuer and/or the Company;
- no Remedy Contributions having been made during the last twelve (12) months as of the last payment of the respective Unit Par Value and Remuneration.
- the sale of certain assets: The Issuer may not dispose of assets, except for those expressly permitted by the Indenture.
- incurring new debts: New debts that are not necessary for the normal course of the Issuer's business cannot be incurred, pursuant to the exceptions listed in the Indenture.
- the issuance of new securities: Not applicable.
- carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution, extinction or any form of corporate restructuring of the Issuer; (ii) liquidation, dissolution, extinction of the Issuer;

12.9 **Other relevant information**

(iii) request for judicial or extrajudicial reorganization, or voluntary bankruptcy made by the Issuer, regardless of the granting of the reorganization processing or its granting by the proper judge; (iv) petition or adjudication of bankruptcy against the Issuer, unless the request has been challenged and there is proof of deposit in court within the legal term, if applicable; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring of the Issuer by another company; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law.

f) The funds obtained through the issuance of Debentures are intended for: (i) payment of the amount referring to the acquisition by the Issuer of registered common shares, without par value issued by Transportadora Associada de Gás S.A. ("TAG"), representing 90% of the total and voting capital of TAG, in accordance with the terms and conditions set forth in the Share Purchase Agreement and Other Covenants, dated April 25, 2019, entered into between Petrobras, the Issuer and, as consenting parties, TAG, the Direct Shareholders and ENGIE Brasil Participações Ltda; (ii) full advance payment of the entire outstanding balance of the indebtedness incurred by TAG with BNDES, by means of a subordinated loan from the Issuer to the Company; and (iii) payment of expenses and costs related to the Restricted Offering including applicable taxes.

g) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda.

h) Main terms of the agreement signed with the trustee: (i) Type of Issue: public distribution with restricted efforts; (ii) Term: 7 years; (iii) Volume: 14 billion; (iv) Service conditions: After signing the indenture, Simplific Pavarini undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture; (v) Remuneration: Annual installments of thirty-two thousand Reais (R$32,000.00) will be due, with the payment of the first of them due by the fifth (5th) business day after the date of signature of the indenture, and the following on the 15th of the same month, in subsequent years, calculated on a pro rata basis, if necessary. The values are adjusted annually by the IGPM.

i) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series, as the case may be, or by the CVM.

Conditions for modification of the rights ensured by said securities

The Debenture Holders of each of the 3 (three) series may, at any time, meet in a general meeting of Debenture Holders ("General Meeting of Debenture Holders"), in order to deliberate on matters of interest to the community of Debenture Holders of the respective series, and a General Meeting of Debenture Holders common to all series may be held if they have the same agenda, subject to the provisions of this Deed of Issue. The General Meeting of Debenture Holders of each of the series may be called by the Fiduciary Agent, by the Issuer, by Debenture Holders representing at least 10% (ten percent) of the Outstanding Debentures of the respective series, or by CVM.

The General Meetings of Debenture Holders will be called at least eight (8) days in advance, on first call. The General Meeting of Debenture Holders on second call can only be held in at least 5 (five) days after the date set for the installation of the Meeting on first call.

The General Meeting of Debenture Holders of each of the series will be installed, on first call, with the presence of Debenture Holders representing the absolute majority, at least, of the Outstanding Debentures of the respective series, and, on second call, with any number of debenture holders.

For the purpose of constituting any and all quorums for installation and/or resolution of the General Meeting of Debenture Holders provided for in this Deed, the following shall be considered: (i) "Outstanding First Series Debentures", all subscribed First Series Debentures, excluding those held in treasury by the Issuer and those owned by companies Controlled or affiliated by the Issuer (direct or indirect), Controlling Companies (or Control group) of the Issuer, companies under common Control, Issuer managers, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons; (ii) "Outstanding Second Series Debentures", all subscribed Second Series Debentures, excluding those held in treasury by the Issuer and those owned by Issuer's Subsidiaries or affiliates (direct or indirect), Controlling Companies (or Control group) of the Issuer, companies under common control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons; and (iii) "Outstanding Third Series Debentures", all subscribed Third Series Debentures, excluding those held in treasury by the Issuer and those owned by Issuer's Subsidiaries or affiliates (direct or indirect), Controlling Companies (or group of Control) of the Issuer, companies under common Control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons. Outstanding First Series Debentures, together with Outstanding Second Series Debentures and Outstanding Third Series Debentures are referred to as "Outstanding Debentures".

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	Notwithstanding the above, the resolutions related to: (a) changes related to the Total Issue Amount or the respective Nominal Unit Value, the Remuneration, the non-applicability of monetary restatement to the Debentures, the Arrears Charges and/or any other amounts applicable in relation to the Debentures; (b) changes to any payment dates relating to the Debentures, including the Amortization Dates or the Maturity Date; (c) amendments, releases or any form of waiver with respect to the Warranties and/or the Corporate Surety; (d) changes to any quorums provided for in this Deed; (e) amendments to any Events of Default; and/or (f) changes related to the convertibility, type, type and form, renegotiation or any characteristics of the Optional Extraordinary Amortization, the Optional Redemption or the Mandatory Early Redemption Offer, must have the approval of Debenture Holders representing at least 90% (ninety percent) of Outstanding Debentures of the respective series, on first or second call.
Other relevant information	Transportadora Associada de Gás S.A - TAG is a company jointly controlled by the Company, not consolidated in the Company's financial statements.

Securities	**Debentures**
Identification of the security	**Transportadora Associada de Gás S.A. - TAG. – 1st Issue – Tranche 2**
Issue date	06.13.2019
Maturity date	06.13.2026
Quantity (Units)	18,000
Individuals (Units)	-
Legal entities (Units)	3
Institutional investors (Units)	0
Total amount (Reais)	4,500,000,000.00
Outstanding Debit Balance	2,905,359,835.11
Restriction to circulation	Yes
Description of restriction	Ninety (90) days of subscription or acquisition by Professional Investors, as provided in article 13 of CVM Instruction No. 476. In 2022, said Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however this provides in Article 100, sole paragraph, that "offers in progress on the date of entry into force of this resolution will be governed, including with regard to restrictions on trading in the secondary market of the securities offered, by the rules in force: I - on the date of filing of the registration application; or II - on the date on which the beginning of the offer is informed, in the case of offers exempt from registration."
Convertibility	No
Possibilidade resgate	Yes
Hipótese e cálculo do valor de resgate	(i) Transportadora Associada de Gás S.A. - TAG. may carry out, at any time from the first payment date, at its sole discretion: (a) optional extraordinary amortization, always limited to 98% (ninety-eight percent) of the respective Face Unit Value, which shall proportionally cover all Debentures ("Extraordinary Optional Amortization"); or (b) the optional early redemption of all Debentures ("Optional Redemption"), in any case, after obtaining the net proceeds from the Issue, subject to the conditions and terms of the Clauses below, upon payment of a premium on the amount of the respective Amount Nominal Unit (or balance of the respective nominal unit value, as the case may be) object of Optional Extraordinary Amortization or Optional Redemption plus Remuneration, corresponding to 0.20% (twenty hundredths percent) per year, based on 360 (three hundred and sixty) days, considering the period between the effective payment date and the Maturity Date, calculated according to the formula below ("Premium"): Premium= VR * (Rate)* (duc/360)

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where:

VR = nominal unit value or balance of the respective nominal unit value, as the case may be, plus remuneration pursuant to item (ii) below.

Rate = 0.20% p.y. (twenty hundredths percent a year).

duc= number of consecutive days between the date of payment of the Optional Early Redemption / Optional Early Amortization and the due date, considering a year of 360 consecutive days.

(ii) The value of the Optional Extraordinary Amortization or the Optional Redemption, as the case may be, due by the Transportadora Associada de Gás S.A. - TAG. will be equivalent to the amount of the respective Nominal Unit Value or the balance of the respective Nominal Unit Value, as the case may be, object of the amortization or redemption, as the case may be, plus: (i) of the Remuneration, calculated pro rata temporis, from the first Date of Payment of the Debentures, or from the date of payment of the Remuneration immediately before, until the date of the Extraordinary Optional Amortization or the Optional Redemption, as the case may be; (ii) of the Premium, as applicable; and (iii) any late payment charges due by Transportadora Associada de Gás S.A. - TAG.

(iii) Transportadora Associada de Gás S.A. - TAG. should communicate, via individual notification to all Debenture Holders, with a copy for the Trustee and B3, or publication of a Debentures Notice, under the terms of the Indenture, on carrying out the Optional Extraordinary Amortization or Optional Redemption, as the case may be, with at least three (3) business days in advance of the date stipulated for payment of the Optional Extraordinary Amortization or Optional Redemption, as the case may be. The payment of amortized or redeemed Debentures will be carried out in accordance with the procedures adopted by B3, for Debentures held in electronic custody at B3 or upon deposit into a current account, as indicated by each Debenture Holder, in the case of Debentures that are not electronically held in custody at B3.

(iv) The communication mentioned in item (iii) above must contain at least: (i) the date for carrying out the Optional Extraordinary Amortization or Optional Redemption, as the case may be; (ii) the previous value of the Optional Extraordinary Amortization or the Optional Redemption, as the case may be, calculated on the day prior to the date of publication or sending of the notification; (iii) the percentage of the respective Nominal Unit Value or the balance of the respective Nominal Unit Value of the Debentures that will be amortized, in the event of Optional Extraordinary Amortization, considering the limitation of item (i) above; and (iv) any other information necessary for the operation of the Extraordinary Optional Amortization or the Optional Redemption, as the case may be.

(v) The payment of the Optional Extraordinary Amortization or the Optional Redemption must be made on the date indicated in the communication of the Optional Extraordinary Amortization or the Optional Redemption and must proportionally cover all the Debentures, using the procedures adopted by B3 for Debentures held in electronic custody at B3.

(vi) In case of Optional Rescue, Debentures should be canceled.

(vii) Partial optional redemption of the Debentures will not be allowed.

Characteristics of Securities

a) Maturity: The Debentures mature on June 13, 2026.

b) Early Redemption Offering: The Issuer shall carry out an offer for early redemption of the Debentures, in whole or in part, addressed to all Debentureholders, without distinction, including in relation to the series ("Mandatory Redemption Offering"), with all Debentureholders being guaranteed equal conditions to accept early redemption of the Debentures they hold, in accordance with the terms and conditions set forth in this Section 5.3 and in the occurrence of any of the following cases:

- receipt, by the Issuer and/or the Company, of net funds arising from insurance premium proceeds, compensation for damage or any other form of compensation for losses arising from loss, destruction and/or damage to any asset of the Issuer and/or the Company, without such funds being used (a) in the course of the Issuer's and/or the Company's business within a period of up to one (1) year from the respective receipt or (b) to reestablish the Company's operations under the "Natural Gas Firm Transport Service Agreement, referring to the GASENE Transport System", entered into on November 10, 2008, between Petrobras, in the capacity of loader, and the Company, in the capacity of carrier, as amended ("Gasene Gas Transport Agreement").

12.9 **Other relevant information**

In this case, the Mandatory Redemption Offering shall correspond to the value of the net funds received and not used proportionally divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice (as defined below), and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the PTAX quote of the "United States Dollar" (code 220), published through the website of the Central Bank of Brazil ("BACEN") on exchange rates in the "Currency Conversion" option, based on the date corresponding to the second (2nd) Business Day prior to the date of publication of the Mandatory Redemption Offering Notice ("Conversion Value");

- any sale of assets, by the Issuer and/or the Company, whose net proceeds: (a) are not used or reserved to replace assets sold or for investment in assets in the course of the Issuer's and/or the Company's business within up to one (1) year, after receipt of the funds; and (b) (x) whose value, in the same fiscal year, individually or jointly, is equal to or greater than R$ 384,370,000.00 (three hundred and eighty-four million, three hundred seventy thousand Reais), which must be adjusted for inflation by the accumulated variation of the IPCA annually, from the Payment Date, or its equivalent in other currencies, or (y) whose value, in any period, individually or jointly, is equal to or greater than nine hundred sixty million, nine hundred twenty-five thousand Reais (R$960,925,000.00) which must be adjusted for inflation by the accumulated variation of the IPCA annually, from the Payment Date, or its equivalent in other currencies. In this case, the amount of the Mandatory Redemption Offering shall correspond to the value of the net funds received and not used, divided proportionately on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;

- if the Company does not transfer funds from the Distribution Reserve Account (as defined in the Company Fiduciary Assignment Agreement) to the Operating Account and/or to the Checking Account (as defined in the Company Fiduciary Assignment Agreement) for three (3) consecutive Repayment Dates due to the Issuer and/or the Company not having fulfilled the conditions for the distribution of dividends established in the Indenture. In this case, the amount of the Mandatory Redemption Offering must correspond to the value of the balance of the Distribution Reserve Account proportionally divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount, conforme convertido para valores em Reais com base no Valor de Conversão;

- receipt of funds arising from the termination of any Relevant Project Contract (unless the terminated Relevant Project Contract has been replaced by another contract which, considered in its entirety, is not materially less favorable to the Issuer and/or the Company). In this case, the Mandatory Redemption Offering shall correspond to the value of the net funds received and not used, divided proportionately on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;

- in case the Issuer and/or the Company incurs new debts other than those permitted under the Indenture. In this case, the Mandatory Redemption Offering shall correspond to the value of the net indebtedness proportionately divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount.

c) Interest: The Debentures will be entitled to compensatory interest corresponding to one hundred percent (100%) of the accumulated variation of the average daily rates of DI Rates – One-day Over Extra-Group Interbank Deposits ("DI Rates"), expressed as a percentage per annum, based on two hundred and fifty-two (252) business days, calculated and published daily by B3 in the daily bulletin, available on its website (http://www.b3.com.br), plus a spread (surcharge) of one point eighty percent (1.80%) per annum, based on two hundred and fifty-two (252) business days, calculated exponentially and cumulatively on a pro rata basis per business days elapsed, levied on the respective Unit Par Value or balance of the respective Unit Par Value of the Debentures, as the case may be, from the first Payment Date of the Debentures, or from the immediately preceding Remuneration payment date, until the subsequent Remuneration payment date;

12.9 **Other relevant information**

d) Guarantee: The Debentures are unsecured with additional security interest, which includes:

- fiduciary assignment of one hundred percent (100%) of the shares issued by the Issuer, representing one hundred percent (100%) of the total and voting capital of the Issuer;
- fiduciary assignment of ninety percent (90%) of the shares issued by TAG, representing ninety percent (90%) of the total and voting share capital of TAG;
- fiduciary assignment, by the Issuer, of the credit rights held by it arising from an intercompany loan, as well as from a checking account of free operation held by it;
- fiduciary assignment, by TAG, of all credit rights, current and future, of its ownership arising from the authorizations to explore the transport and storage of natural gas, as well as the gas transport contracts and other rights and/or revenues that are of its ownership, including checking accounts with restricted transactions held by it, and, by the Issuer, of checking accounts with restricted transactions owned by it;
- conditional assignment, by TAG, of its contractual rights arising from the Account Management Agreement and Other Covenants, entered into on May 25, 2018, between Petrobras, the Company and Banco Santander (Brasil) S.A.; and
- pledge, by the Issuer, of rights and/or revenues that it owns, including foreign checking accounts with restricted transaction held by it.
- Corporate guarantee, for the entire debt, provided by TAG.

For more information on the guarantees, see item 7.9 of this form.

e) any restrictions imposed on the issuer in relation to:

- the distribution of dividends: the Issuer may only distribute dividends if it complies with the "Distribution Conditions" present in the indenture, which include:
- having complied with its payment obligations under the Indenture;
- no Event of Default provided for in the Indenture having occurred;
- having complied with the Debt Service Coverage Ratio as evidenced by the Issuer and/or the Company;
- no Remedy Contributions having been made during the last twelve (12) months as of the last payment of the respective Unit Par Value and Remuneration;
- the sale of certain assets: The Issuer may not dispose of assets, except for those expressly permitted by the Indenture.
- incurring new debts: New debts that are not necessary for the normal course of the Issuer's business cannot be incurred, pursuant to the exceptions listed in the Indenture.
- the issuance of new securities: Not applicable.
- carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution, extinction or any form of corporate restructuring of the Issuer; (ii) liquidation, dissolution, extinction of the Issuer; (iii) request for judicial or extrajudicial reorganization, or voluntary bankruptcy made by the Issuer, regardless of the granting of the reorganization processing or its granting by the proper judge; (iv) petition or adjudication of bankruptcy against the Issuer, unless the request has been challenged and there is proof of deposit in court within the legal term, if applicable; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring of the Issuer by another company; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law.

f) The funds obtained through the issuance of Debentures are intended for: (i) payment of the amount referring to the acquisition by the Issuer of registered common shares, without par value issued by Transportadora Associada de Gás S.A. ("TAG"), representing 90% of the total and voting capital of TAG, in accordance with the terms and conditions set forth in the Share Purchase Agreement and Other Covenants, dated April 25, 2019, entered into between Petrobras, the Issuer and, as consenting parties, TAG, the Direct Shareholders and ENGIE Brasil Participações Ltda; (ii) full advance payment of the entire outstanding balance of the indebtedness incurred by TAG with BNDES, by means of a subordinated loan from the Issuer to the Company; and (iii) payment of expenses and costs related to the Restricted Offering including applicable taxes.

12.9 **Other relevant information**

	g) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda. Main terms of the agreement signed with the trustee: (i) Type of Issue: public distribution with restricted efforts; (ii) Term: 7 years; (iii) Volume: 14 billion; (iv) Service conditions: After signing the indenture, Simplific Pavarini undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture; (v) Remuneration: Annual installments of thirty-two thousand Reais (R$32,000.00) will be due, with the payment of the first of them due by the fifth (5th) business day after the date of signature of the indenture, and the following on the 15th of the same month, in subsequent years, calculated on a pro rata basis, if necessary. The values are adjusted annually by the IGPM. i) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series, as the case may be, or by the CVM.
Conditions for modification of the rights ensured by said securities	The Debenture Holders of each of the 3 (three) series may, at any time, meet in a general meeting of Debenture Holders ("General Meeting of Debenture Holders"), in order to deliberate on matters of interest to the community of Debenture Holders of the respective series, and a General Meeting of Debenture Holders common to all series may be held if they have the same agenda, subject to the provisions of this Deed of Issue. The General Meeting of Debenture Holders of each of the series may be called by the Fiduciary Agent, by the Issuer, by Debenture Holders representing at least 10% (ten percent) of the Outstanding Debentures of the respective series, or by CVM. The General Meetings of Debenture Holders will be called at least eight (8) days in advance, on first call. The General Meeting of Debenture Holders on second call can only be held in at least 5 (five) days after the date set for the installation of the Meeting on first call. The General Meeting of Debenture Holders of each of the series will be installed, on first call, with the presence of Debenture Holders representing the absolute majority, at least, of the Outstanding Debentures of the respective series, and, on second call, with any number of debenture holders. For the purpose of constituting any and all quorums for installation and/or resolution of the General Meeting of Debenture Holders provided for in this Deed, the following shall be considered: (i) "Outstanding First Series Debentures", all subscribed First Series Debentures, excluding those held in treasury by the Issuer and those owned by companies Controlled or affiliated by the Issuer (direct or indirect), Controlling Companies (or Control group) of the Issuer, companies under common Control, Issuer managers, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons; (ii) "Outstanding Second Series Debentures", all subscribed Second Series Debentures, excluding those held in treasury by the Issuer and those owned by Issuer's Subsidiaries or affiliates (direct or indirect), Controlling Companies (or Control group) of the Issuer, companies under common control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons; and (iii) "Outstanding Third Series Debentures", all subscribed Third Series Debentures, excluding those held in treasury by the Issuer and those owned by Issuer's Subsidiaries or affiliates (direct or indirect), Controlling Companies (or group of Control) of the Issuer, companies under common Control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons. Outstanding First Series Debentures, together with Outstanding Second Series Debentures and Outstanding Third Series Debentures are referred to as "Outstanding Debentures". Notwithstanding the above, the resolutions related to: (a) changes related to the Total Issue Amount or the respective Nominal Unit Value, the Remuneration, the non-applicability of monetary restatement to the Debentures, the Arrears Charges and/or any other amounts applicable in relation to the Debentures; (b) changes to any payment dates relating to the Debentures, including the Amortization Dates or the Maturity Date; (c) amendments, releases or any form of waiver with respect to the Warranties and/or the Corporate Surety; (d) changes to any quorums provided for in this Deed; (e) amendments to any Events of Default; and/or (f) changes related to the convertibility, type, type and form, renegotiation or any characteristics of the Optional Extraordinary Amortization, the Optional Redemption or the Mandatory Early Redemption Offer, must have the approval of Debenture Holders representing at least 90% (ninety percent) of Outstanding Debentures of the respective series, on first or second call.
Other relevant information	Transportadora Associada de Gás S.A - TAG is a company jointly controlled by the Company, not consolidated in the Company's financial statements.

12.9 Other relevant information

Security	Debentures
Identification of the security	**Transportadora Associada de Gás S.A. - TAG. – 1st Issue – Tranche 3**
Issue date	06.13.2019
Maturity date	06.13.2026
Quantity (Units)	6,000
Individuals (Units)	-
Legal entities (Units)	3
Institutional investors (Units)	0
Total calue (Reais)	6,000,000,000.00
Outstanding Debit Balance	3,873,813,113.48
Restriction to circulation	Yes
Description of restriction	Ninety (90) days of subscription or acquisition by Professional Investors, as provided in article 13 of CVM Instruction No. 476. In 2022, said Instruction was revoked by CVM Resolution No. 160, of July 13, 2022, however this provides in Article 100, sole paragraph, that "offers in progress on the date of entry into force of this resolution will be governed, including with regard to restrictions on trading in the secondary market of the securities offered, by the rules in force: I - on the date of filing of the registration application; or II - on the date on which the beginning of the offer is informed, in the case of offers exempt from registration."
Convertibility	No
Possibility of redemption	Yes
Assumption and calculation of the redemption value	(i) A Transportadora Associada de Gás S.A. - TAG. may carry out, at any time from the first payment date, at its sole discretion: (a) optional extraordinary amortization, always limited to 98% (ninety-eight percent) of the respective Face Unit Value, which shall proportionally cover all Debentures ("Extraordinary Optional Amortization"); or (b) the optional early redemption of all Debentures ("Optional Redemption"), in any case, after obtaining the net proceeds from the Issue, subject to the conditions and terms of the Clauses below, upon payment of a premium on the amount of the respective Amount Nominal Unit (or balance of the respective nominal unit value, as the case may be) object of Optional Extraordinary Amortization or Optional Redemption plus Remuneration, corresponding to 0.20% (twenty hundredths percent) per year, based on 360 (three hundred and sixty) days, considering the period between the effective payment date and the Maturity Date, calculated according to the formula below ("Premium"): Premium= VR * (Rate)* (duc/360) where: VR = nominal unit value or balance of the respective nominal unit value, as the case may be, plus remuneration pursuant to item (ii) below. Rate = 0.20% p.y. (twenty hundredths percent a year). duc= number of consecutive days between the date of payment of the Optional Early Redemption / Optional Early Amortization and the due date, considering a year of 360 consecutive days. (ii) The value of the Optional Extraordinary Amortization or the Optional Redemption, as the case may be, due by the Transportadora Associada de Gás S.A. - TAG. will be equivalent to the amount of the respective Nominal Unit Value or the balance of the respective Nominal Unit Value, as the case may be, object of the amortization or redemption, as the case may be, plus: (i) of the Remuneration, calculated pro rata temporis, from the first Date of Payment of the Debentures, or from the date of payment of the Remuneration immediately before, until the date of the Extraordinary Optional Amortization or the Optional Redemption, as the case may be; (ii) of the Premium, as applicable; and (iii) any late payment charges due by Transportadora Associada de Gás S.A. - TAG. (iii) A Transportadora Associada de Gás S.A. - TAG. TAG. should communicate, via individual notification to all Debenture Holders, with a copy for the Trustee and B3, or publication of a

12.9 **Other relevant information**

Debentures Notice, under the terms of the Indenture, on carrying out the Optional Extraordinary Amortization or Optional Redemption, as the case may be, with at least three (3) business days in advance of the date stipulated for payment of the Optional Extraordinary Amortization or Optional Redemption, as the case may be. The payment of amortized or redeemed Debentures will be carried out in accordance with the procedures adopted by B3, for Debentures held in electronic custody at B3 or upon deposit into a current account, as indicated by each Debenture Holder, in the case of Debentures that are not electronically held in custody at B3.

(iv) The communication mentioned in item (iii) above must contain at least: (i) the date for carrying out the Optional Extraordinary Amortization or Optional Redemption, as the case may be; (ii) the previous value of the Optional Extraordinary Amortization or the Optional Redemption, as the case may be, calculated on the day prior to the date of publication or sending of the notification; (iii) the percentage of the respective Nominal Unit Value or the balance of the respective Nominal Unit Value of the Debentures that will be amortized, in the event of Optional Extraordinary Amortization, considering the limitation of item (i) above; and (iv) any other information necessary for the operation of the Extraordinary Optional Amortization or the Optional Redemption, as the case may be.

(v) The payment of the Optional Extraordinary Amortization or the Optional Redemption must be made on the date indicated in the communication of the Optional Extraordinary Amortization or the Optional Redemption and must proportionally cover all the Debentures, using the procedures adopted by B3 for Debentures held in electronic custody at B3.

(vi) In case of Optional Rescue, Debentures should be canceled.

(vii) Partial optional redemption of the Debentures will not be allowed.

Characteristics of Securities

a) Maturity: The Debentures mature on June 13, 2026.

b) Early Redemption Offering: The Issuer shall carry out an offer for early redemption of the Debentures, in whole or in part, addressed to all Debenture holders, without distinction, including in relation to the series ("Mandatory Redemption Offering"), with all Debenture holders being guaranteed equal conditions to accept early redemption of the Debentures they hold, in accordance with the terms and conditions set forth in this Section 5.3 and in the occurrence of any of the following cases:

- receipt, by the Issuer and/or the Company, of net funds arising from insurance premium proceeds, compensation for damage or any other form of compensation for losses arising from loss, destruction and/or damage to any asset of the Issuer and/or the Company, without such funds being used (a) in the course of the Issuer's and/or the Company's business within a period of up to one (1) year from the respective receipt or (b) to reestablish the Company's operations under the "Natural Gas Firm Transport Service Agreement, referring to the GASENE Transport System", entered into on November 10, 2008, between Petrobras, in the capacity of loader, and the Company, in the capacity of carrier, as amended ("Gasene Gas Transport Agreement"). In this case, the Mandatory Redemption Offering shall correspond to the value of the net funds received and not used proportionally divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice (as defined below), and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the PTAX quote of the "United States Dollar" (code 220), published through the website of the Central Bank of Brazil ("BACEN") on exchange rates in the "Currency Conversion" option, based on the date corresponding to the second (2nd) Business Day prior to the date of publication of the Mandatory Redemption Offering Notice ("Conversion Value");

- any sale of assets, by the Issuer and/or the Company, whose net proceeds: (a) are not used or reserved to replace assets sold or for investment in assets in the course of the Issuer's and/or the Company's business within up to one (1) year, after receipt of the funds; and (b) (x) whose value, in the same fiscal year, individually or jointly, is equal to or greater than three hundred eighty-four million, three hundred seventy thousand Reais (R$384,370,000.00), which must be adjusted for inflation by the accumulated variation of the IPCA annually, from the Payment Date, or its equivalent in other currencies, or (y) whose value, in any period, individually or jointly, is equal to or greater than nine hundred sixty million, nine hundred twenty-five thousand Reais (R$960,925,000.00) which must be adjusted for inflation by the accumulated variation of the IPCA annually, from the Payment Date, or its equivalent in other currencies. In this case, the amount of the Mandatory Redemption Offering shall correspond to the value of the net funds received and not used, divided proportionately on a pro rata basis between the total debit balance of the debt

12.9 **Other relevant information**

arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;

- if the Company does not transfer funds from the Distribution Reserve Account (as defined in the Company Fiduciary Assignment Agreement) to the Operating Account and/or to the Checking Account (as defined in the Company Fiduciary Assignment Agreement) for three (3) consecutive Repayment Dates due to the Issuer and/or the Company not having fulfilled the conditions for the distribution of dividends established in the Indenture. In this case, the amount of the Mandatory Redemption Offering must correspond to the value of the balance of the Distribution Reserve Account proportionally divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;
- receipt of funds arising from the termination of any Relevant Project Contract (unless the terminated Relevant Project Contract has been replaced by another contract which, considered in its entirety, is not materially less favorable to the Issuer and/or the Company). In this case, the Mandatory Redemption Offering shall correspond to the value of the net funds received and not used, divided proportionately on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;
- in case the Issuer and/or the Company incurs new debts other than those permitted under the Indenture. In this case, the Mandatory Redemption Offering shall correspond to the value of the net indebtedness proportionately divided on a pro rata basis between the total debit balance of the debt arising from the Debentures, as determined on the date of publication of the Mandatory Redemption Offering Notice, and the outstanding debit balance arising from the USD Facility (as defined in the Indenture), as converted to amounts in Reais based on the Conversion Amount;

c) Interest: The Debentures will be entitled to compensatory interest corresponding to one hundred percent (100%) of the accumulated variation of the average daily rates of DI Rates – One-day Over Extra-Group Interbank Deposits ("DI Rates"), expressed as a percentage per annum, based on two hundred and fifty-two (252) business days, calculated and published daily by B3 in the daily bulletin, available on its website (http://www.b3.com.br), plus a spread (surcharge) of one point eighty percent (1.80%) per annum, based on two hundred fifty-two (252) business days, calculated exponentially and cumulatively on a pro rata basis per business days elapsed, levied on the respective Unit Par Value or balance of the respective Unit Par Value of the Debentures, as the case may be, from the first Payment Date of the Debentures, or from the immediately preceding Remuneration payment date, until the subsequent Remuneration payment date.

d) Guarantee: The Debentures are unsecured with additional security interest, which includes:

- fiduciary assignment of one hundred percent (100%) of the shares issued by the Issuer, representing one hundred percent (100%) of the total and voting capital of the Issuer;
- fiduciary assignment of ninety percent (90%) of the shares issued by TAG, representing ninety percent (90%) of the total and voting share capital of TAG;
- fiduciary assignment, by the Issuer, of the credit rights held by it arising from an intercompany loan, as well as from a checking account of free operation held by it;
- fiduciary assignment, by TAG, of all credit rights, current and future, of its ownership arising from the authorizations to explore the transport and storage of natural gas, as well as the gas transport contracts and other rights and/or revenues that are of its ownership, including checking accounts with restricted transactions held by it, and, by the Issuer, of checking accounts with restricted transactions owned by it;
- conditional assignment, by TAG, of its contractual rights arising from the Account Management Agreement and Other Covenants, entered into on May 25, 2018, between Petrobras, the Company and Banco Santander (Brasil) S.A.; and
- pledge, by the Issuer, of rights and/or revenues that it owns, including foreign checking accounts with restricted transaction held by it.
- Corporate guarantee, for the entire debt, provided by TAG.

For more information on guarantees, see item 7.9 of this form.

12.9 **Other relevant information**

e) any restrictions imposed on the issuer in relation to:

- the distribution of dividends: the Issuer may only distribute dividends if
- it complies with the "Distribution Conditions" present in the indenture, which include:
- having complied with its payment obligations under the Indenture;
- no Event of Default provided for in the Indenture having occurred;
- no Event of Default provided for in the Indenture having occurred;
- no Remedy Contributions having been made during the last twelve (12) months as of the last payment of the respective Unit Par Value and Remuneration;
- the sale of certain assets: The Issuer may not dispose of assets, except for those expressly permitted by the Indenture.
- incurring new debts: New debts that are not necessary for the normal course of the Issuer's business cannot be incurred, pursuant to the exceptions listed in the Indenture.
- the issuance of new securities: Not applicable.
- carry out corporate operations involving the issuer, its controlling shareholders or subsidiaries: (i) liquidation, dissolution, extinction or any form of corporate restructuring of the Issuer; (ii) liquidation, dissolution, extinction of the Issuer; (iii) request for judicial or extrajudicial reorganization, or voluntary bankruptcy made by the Issuer, regardless of the granting of the reorganization processing or its granting by the proper judge; (iv) petition or adjudication of bankruptcy against the Issuer, unless the request has been challenged and there is proof of deposit in court within the legal term, if applicable; (v) spin-off, consolidation, merger (including merger of shares), or any type of corporate restructuring of the Issuer by another company; (viii) reduction of the Issuer's capital stock pursuant to article 174 of the Corporation Law.

f) The funds obtained through the issuance of Debentures are intended for: (i) payment of the amount referring to the acquisition by the Issuer of registered common shares, without par value issued by Transportadora Associada de Gás S.A. ("TAG"), representing 90% of the total and voting capital of TAG, in accordance with the terms and conditions set forth in the Share Purchase Agreement and Other Covenants, dated April 25, 2019, entered into between Petrobras, the Issuer and, as consenting parties, TAG, the Direct Shareholders and ENGIE Brasil Participações Ltda; (ii) full advance payment of the entire outstanding balance of the indebtedness incurred by TAG with BNDES, by means of a subordinated loan from the Issuer to the Company; and (iii) payment of expenses and costs related to the Restricted Offering including applicable taxes.

g) Trustee: Simplific Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda.

h) Main terms of the agreement signed with the trustee: (i) Type of Issue: public distribution with restricted efforts; (ii) Term: 7 years; (iii) Volume: 14 billion; (iv) Service conditions: After signing the indenture, Simplific Pavarini undertakes to hold the position of trustee, in accordance with the provisions contained in the indenture; (v) Remuneration: Annual installments of thirty-two thousand Reais (R$32,000.00) will be due, with the payment of the first of them due by the fifth (5th) business day after the date of signature of the indenture, and the following on the 15th of the same month, in subsequent years, and the following on the same day of subsequent years, calculated on a pro rata basis, if necessary. The values are adjusted annually by the IGPM.

i) The Debentureholders' General Meetings may be called by the Trustee, the Issuer, by Debentureholders representing at least ten percent (10%) of the Outstanding Debentures of the respective Series, as the case may be, or by the CVM.

Conditions for modification of the rights ensured by said securities

The Debenture Holders of each of the 3 (three) series may, at any time, meet in a general meeting of Debenture Holders ("General Meeting of Debenture Holders"), in order to deliberate on matters of interest to the community of Debenture Holders of the respective series, and a General Meeting of Debenture Holders common to all series may be held if they have the same agenda, subject to the provisions of this Deed of Issue. The General Meeting of Debenture Holders of each of the series may be called by the Fiduciary Agent, by the Issuer, by Debenture Holders representing at least 10% (ten percent) of the Outstanding Debentures of the respective series, or by CVM.

12.9 Other relevant information

	The General Meetings of Debenture Holders will be called at least eight (8) days in advance, on first call. The General Meeting of Debenture Holders on second call can only be held in at least 5 (five) days after the date set for the installation of the Meeting on first call. The General Meeting of Debenture Holders of each of the series will be installed, on first call, with the presence of Debenture Holders representing the absolute majority, at least, of the Outstanding Debentures of the respective series, and, on second call, with any number of debenture holders. For the purpose of constituting any and all quorums for installation and/or resolution of the General Meeting of Debenture Holders provided for in this Deed, the following shall be considered: (i) "Outstanding First Series Debentures", all subscribed First Series Debentures, excluding those held in treasury by the Issuer and those owned by companies Controlled or affiliated by the Issuer (direct or indirect), Controlling Companies (or Control group) of the Issuer, companies under common Control, Issuer managers, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons; (ii) "Outstanding Second Series Debentures", all subscribed Second Series Debentures, excluding those held in treasury by the Issuer and those owned by Issuer's Subsidiaries or affiliates (direct or indirect), Controlling Companies (or Control group) of the Issuer, companies under common control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons; and (iii) "Outstanding Third Series Debentures", all subscribed Third Series Debentures, excluding those held in treasury by the Issuer and those owned by Issuer's Subsidiaries or affiliates (direct or indirect), Controlling Companies (or group of Control) of the Issuer, companies under common Control, managers of the Issuer, including, but not limited to, persons directly or indirectly related to any of the aforementioned persons. Outstanding First Series Debentures, together with Outstanding Second Series Debentures and Outstanding Third Series Debentures are referred to as "Outstanding Debentures". Notwithstanding the above, the resolutions related to: (a) changes related to the Total Issue Amount or the respective Nominal Unit Value, the Remuneration, the non-applicability of monetary restatement to the Debentures, the Arrears Charges and/or any other amounts applicable in relation to the Debentures; (b) changes to any payment dates relating to the Debentures, including the Amortization Dates or the Maturity Date; (c) amendments, releases or any form of waiver with respect to the Warranties and/or the Corporate Surety; (d) changes to any quorums provided for in this Deed; (e) amendments to any Events of Default; and/or (f) changes related to the convertibility, type, type and form, renegotiation or any characteristics of the Optional Extraordinary Amortization, the Optional Redemption or the Mandatory Early Redemption Offer, must have the approval of Debenture Holders representing at least 90% (ninety percent) of Outstanding Debentures of the respective series, on first or second call.
Other relevant information	Transportadora Associada de Gás S.A - TAG is a company jointly controlled by the Company, not consolidated in the Company's financial statements.

- **Additional information to item 12.4 "Number of holders of each type of security described in item 12.3, as determined at the end of the previous year"**

Number of holders of debentures issued by the Company on September 30, 2023:

Securities	Individual	Legal entities	Institutional Investors
Debentures	31,055	440	0

13.0 Identification

Name of the person responsible for the content of the form	**Eduardo Antonio Gori Sattamini**
Position held	Chief Executive Officer

13.1 Declaration of the Chief Executive Officer

Eu, **EDUARDO ANTONIO GORI SATTAMINI**, brasileiro, casado, economista, portador da carteira de identidade nº 04748820-0-IFP/RJ, inscrito no CPF/MF sob nº 821.111.117-91, na condição de Diretor Presidente da **ENGIE BRASIL ENERGIA S.A.**, declaro que para fins de atendimento ao disposto no item 13.1 do Anexo C da Resolução CVM nº 80, de 29 de março de 2022 e suas alterações, que:

a. revi o formulário de referência;
b. todas as informações contidas no formulário atendem ao disposto na Resolução CVM nº 80, em especial aos arts. 15 a 20; e
c. as informações nele contidas retratam de modo verdadeiro, preciso e completo as atividades do emissor e dos riscos inerentes às suas atividades.

Diretor Presidente

13.2 Declaration of the Investor Relations Officer

Eu, **EDUARDO TAKAMORI GUIYOTOKU**, brasileiro, casado, engenheiro eletricista, portador da carteira de identidade nº 1762021 SSP/DF, inscrito no CPF/MF sob nº 700.254.101-30, na condição de Diretor de Relações com Investidores da **ENGIE BRASIL ENERGIA S.A.**, declaro que para fins de atendimento ao disposto no item 13.1 do Anexo C da Resolução CVM nº 80, de 29 de março de 2022 e suas alterações, que:

a. revi o formulário de referência;
b. todas as informações contidas no formulário atendem ao disposto na Resolução CVM nº 80, em especial aos arts. 15 a 20; e
c. as informações nele contidas retratam de modo verdadeiro, preciso e completo as atividades do emissor e dos riscos inerentes às suas atividades.

Diretor de Relações com Investidores

13.3 Declaration of the Chief Executive/Investors Relations Officer

Statements by the Chief Executive Officer and Investor Relations Officer were included in items 13.1 and 13.2, respectively.