

# Anti-Corruption and Fraud Policy

Updated April 17, 2023

## 1. Introduction

The Board of Directors of NEOENERGIA S.A. (the “**Company**”) is vested to prepare, assess and review the Company’s Governance and Sustainability System on an on-going basis and, specifically, to approve and update, the corporate policies, which contain the guidelines governing the conduct of the Company and of the companies that comprise the Group, for which the Company is the controlling entity, within the meaning established by law (the “Group”).

Corruption and fraud stunt economic development, weaken democracy, undermine social justice and the Rule of Law, cause serious damage to the economy and civil society, and in many cases facilitate the operations of organized crime, and must therefore be fought and never tolerated.

NEOENERGIA, in compliance with the provisions of its Purpose and Values and the guidelines of conduct established by its Code of Ethics, as a reference to commitments with ethical principles, the Company takes on the responsibility of actively participating in the challenge of fighting corruption and fraud in all its areas of activity.

In view of these commitments, in the exercise of its powers, the Company's Board of Directors approves Anti-corruption and Fraud Policy (the "Policy") in compliance with the Law, the Bylaws and the operating guidelines present in the Company’s Purpose and Values.

## 2. Purpose

2.1 The purpose of this Policy is to convey a clear and consistent message to all executives and Employees of the companies that make up its business group, as well as to all related third parties, that the Group adopts a zero-tolerance stance towards corruption and fraud of any kind, contributing to the achievement of goal sixteen of the Sustainable Development Goals approved by the United Nations.

2.2 The following categories are covered by the concept of Professionals: managers, members of the supporting committees, members of the supervisory board, executives and employees, interns, third-party contractors, and underage apprentices.

2.3 And this Policy establishes minimum standards of behavior for its Professionals, as well as for its suppliers of goods and services in situations that may involve or characterize corruption, bribery or money laundering, making it clear the company's position to reject any and all situations or circumstances related to such practices. This Policy also aims at ensuring that everyone complies with the requirements of the applicable legislation on combating corruption, both national and international, especially the provisions of the anti-corruption and anti-money laundering laws. In addition, it sets forth that all suppliers of goods and services and business partners of the Group comply with the same laws, regulations, standards and ethical business practices, in compliance with the provisions of the *Code of Ethics*, so as to ensure that during the conduct of business the highest standards of integrity, legality, and transparency are adopted.

2.4 This Policy reflects the NEOENERGIA's permanent commitment with the monitoring of its processes, for the identification and punishment of all acts and behaviors that are fraudulent and illegal, or that may be characterized as corruption of any kind, maintaining effective communication mechanisms and raising awareness of all professionals, as well as developing a business culture based on ethics and honesty.

2.5 The principles recognized in this Policy are developed in the scope of crime prevention, as established in the NEOENERGIA's Crime Prevention Policy.

### 3. Scope

3.1 This Policy applies to all Professionals of the NEOENERGIA and companies comprising the Group, irrespective of their hierarchical level, functional level or place of performance.

3.2 This Policy and the principles contained therein shall be adopted by all the companies comprising NEOENERGIA Group. This Policy shall also be complied with by the Professionals who: (i) hold positions or roles of representation or management in companies in which the Group holds an interest, even if not a controlling interest, without prejudice to compliance with equivalent standards and policies in these companies; (ii) act in associations or foundations of which any of the Group's company is a member or sponsor, or (iii) are suppliers and service providers - including any agents, intermediaries or third parties, who interact or work with the Group - who shall comply with and adhere to the provisions of this Anti-Corruption and Fraud Policy and the *Code of Ethics* of the Company, in compliance with item 4, sub-items "r" and "s".

3.3 The companies comprising the Group may, after prior consultation with the NEOENERGIA's Compliance Superintendence, adopt policies and standards that adapt and develop the principles covered in this Anti-Corruption and Fraud Policy to the specifics of each jurisdiction or business. However, such policies and standards shall be in full compliance with the principles set forth in this Policy.

3.4 NEOENERGIA will promote, in companies in which it participates in the share capital without holding control and in which this Policy is not applicable, through its representatives in the management bodies, the alignment of their own policies with those of the NEOENERGIA.

3.5 This Policy shall also apply to the joint ventures, temporary joint ventures and other equivalent situations, over which the NEOENERGIA has management influence.

### 4. Principles of conduct

This Policy is based on the following principles:

- a) The Group does not tolerate, allow, facilitate or engages in any kind of corruption, extortion, bribery or money laundering in the conduct of its business activities, in the public or in the private sector;
- b) The Group fosters a **preventive culture** based on the principle of "zero-tolerance" towards all kinds of corruption in business, illicit acts and fraudulent situations, and on the application of the principles of ethical and responsible conduct of all Professionals;
- c) This "zero-tolerance" principle towards corruption in business is absolute in nature and prevails over obtaining any kind of economic benefit or benefit of any nature whatsoever for the Group or your Professionals based on transactions or operations

unlawful and contrary to the ethical principles set out in the Company's Purpose and Values, as specified in its *Code of Ethics*;

- d) Relations between the Professionals and any public administration , authorities, public officials or other persons who participate in the exercise of public positions, as well as political parties and similar institutions shall in any event be governed by the principles of cooperation, transparency and honesty. The NEOENERGIA has specific procedures to prevent any conduct that might be considered an act of corruption, bribery or money laundering, the application of which is supervised by the Compliance Superintendence and the Group's Compliance areas;
- e) Prohibition for the Professionals and all their suppliers, agents, intermediaries, business partners, contractors, including any third party acting on behalf of the Group to engage in any corrupt or illegal activity, and directly or indirectly, to receive, offer, promise, provide or authorize any person to give money, improper advantages or anything of value to any person, whether individual or legal entity, or related person, whether a public agent or not, with the purpose of obtaining for oneself or another any undue advantage, even if it may benefit the Group;
- f) No Professional, supplier or service provider shall be punished due to delay or loss of business resulting from their refusal to pay or receive bribery or kickback or to perform any act that is characterized as corruption;
- g) In their relations with public agents, Professionals must behave with integrity and transparency, with courtesy in the business environment, maintaining a conduct adherent to the NEOENERGIA's Code of Ethics and to the Professional Codes of Ethics that guide the conduct of public agents. It is everyone's duty to ensure an adequate way to open, build and maintain such relationships, as set forth in this policy and the law;
- h) It is prohibited for Professionals to use their position in the Group, or their relations with public or private decision-makers, to obtain any kind of advantage for themselves or for any directly or indirectly related person. It is also prohibited to require or request an undue advantage, including cash, in exchange for performing routine professionals tasks, such as obtaining information, energy connection, project approval, or omission of statutory obligations, such as inspection and application of penalties for breach of agreements;
- i) It is also prohibited to make any payment, known as speed money, by itself, or through third parties, through which an action, service or governmental act may be improperly expedited or in order to ensure the performance of any action or service in relation to its normal conditions of performance or service, especially if the act or omission may characterize undue favor;
- j) The Group does not finance, fund, sponsor or in any way subsidize for itself, its Professionals or third parties, the practice of illegal acts provided for in this Policy, in the *Code of Ethics* of Neoenergia or in Brazilian anti-corruption legislation;
- k) Although the Group may accept former public servants, or allow them to render services to it, subject to the periods of impediment established by the regulations of the respective public agencies of origin, it does not accept, under any circumstances, the practice of trafficking of influences, and the performance of these professionals shall be based on ethics and compliance with the law. The same principle applies to its Professionals who have any degree of kinship with public agents who, in the exercise of their duties, hold some level of decision-making power;

- l) Group's Professionals attend in on-line and on-site training programs with sufficient frequency to ensure that their knowledge remains up-to-date. Particularly, all Professionals shall receive training on the *Code of Ethics* to avoid any fraud, corruption, money laundering, bribery or extortion;
- m) The Group promotes a climate based on transparency, integrating the various crime prevention systems, maintaining the appropriate internal channels including an independent reporting channel, to allow Professionals, suppliers, shareholders and the external public to encourage the reporting of any improper acts, inappropriate, illegal conduct, contrary to the Code of Ethics, or, any conduct that violates the Company's corporate Governance and Sustainability System;
- n) All Professionals are required to watch for the practice of illegal acts, in particular with regard to the fight against corruption and money laundering. It is the duty of all Professionals and suppliers to report any situations that may involve suspicions or risks of corruption, bribery, extortion, illicit payments and money laundering, as well as suspected violations of the Law, the *Code of Ethics* or its internal policies. For this purpose, the Group provides an independent ethical channel on its website, e-mail and free call line for reports, ensuring the anonymity and secrecy of the information;
- o) The Group undertakes not to take any form of retaliation, directly or indirectly, against persons who have communicated through the channels referred to in the previous item or by any other means the practice of any improper conduct or any act contrary to legality or to the Governance and Sustainability System, including the provisions of the *Code of Ethics*, unless they have acted in bad faith;
- p) The risks associated with fraud, corruption and bribery shall be properly covered in all internal procedures of the Group's companies, and particularly in all processes involving the relations with third parties;
- q) The Group's relations with its suppliers are based on legality, efficiency and transparency. Ethical and responsible behavior is one of the pillars of the Group's conduct, and therefore its suppliers shall comply with the Group's policies, rules and procedures in connection with the prevention of corruption, bribery and extortion and money laundering. No supplier of the Group shall offer or give public officials, third parties or any of the Group's Professionals, within the context of the business activity carried out by or on behalf of the Group, whether directly or indirectly, gifts, tips or other unauthorized advantages, whether in cash or otherwise, in order to secure favorable treatment in the award or maintenance of contracts or to obtain benefits for themselves or the supplier;
- r) All agreements executed with suppliers shall include anticorruption clauses to ensure compliance with this Policy. Although the Company has its own anticorruption clauses, it is possible, upon assessment by the Compliance Superintendence, that the Company adhere to the anticorruption clauses of their counterparts, provided that the basic principles of anti-corruption are included therein; and
- s) For agreements standardized by regulatory agencies, public entities or adhesion agreements from business partners, and when it is not possible to include anti-corruption clauses because it is impossible to change their content, the provisions in the previous paragraph may not be applied, upon prior assessment by the Compliance Superintendence.

## 5. General provisions:

5.1. Violations of the Anti-Corruption Law may result in serious penalties for the Group and its Professionals and/or representatives directly or indirectly involved in corruption practices. Accordingly, the practice of corruption, fraud, bribery or money laundering by a Professional or Group's representative is punishable and shall result in penalties that may include termination of employment contract or the agreement for the provision of services or supply of materials, as the case may be, as well as civil, administrative and criminal sanctions, as provided by law.

5.2. In the event of involvement in corruption, bribery or money laundering practices, and after assessment by the company's legal department, the professional may be removed from their activities until the conclusion of the investigations, considering the characteristics and the severity of the case in concern.

5.3. Doubts about the content and application of this Policy or about any situations that may involve suspected corruption, bribery, extortion or money laundering shall be referred to the Compliance Superintendence or to the Compliance Officer of the Group companies or registered in the consultation channel available on the Society.

## 6. Review and approval

The Compliance Superintendence shall periodically review the contents of the Policy, ensuring that it contains the recommendations and best national and international practices in force and shall propose to the Board of Directors those amendments and updates that contribute to the development and ongoing improvement thereof, taking into account any suggestions or proposals made by the Group's professionals or external entities.

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This Policy was initially approved by Neoenergia's Board of Directors on December 17, 2015 and last reviewed and amended at the Board of Directors' Meeting held on April 17, 2023.