

GENERAL INTRODUCTION

I. The identity of NEOENERGIA S.A.

NEOENERGIA S.A. ("Neoenergia" or "Company") is one of the main companies in the Brazilian electricity sector, with integrated operations in the segments of generation, transmission, distribution and commercialization of energy.

Its history began in 1997, when the Guaraniana consortium, formed by Iberdrola (a Spanish multinational that is now a leader in the global energy sector), PREVI (the pension fund for Banco do Brasil employees), and BB-BI (Banco do Brasil - Banco de Investimento S.A.), acquired Companhia de Eletricidade do Estado da Bahia – Coelba, the largest distribution company in the Northeast, at its privatization auction. During the privatization process of the Brazilian electricity sector, the consortium also acquired Companhia Energética do Rio Grande do Norte – COSERN.

In 2000, the consortium expanded its operations with the acquisition of Companhia Energética de Pernambuco – Celpe, consolidating its presence in the Northeast region of Brazil.

From the 2000s, Neoenergia began a process of diversification of its activities, undergoing a restructuring in 2004, in which it adopted the name Neoenergia, establishing itself as a holding company with the objective of managing its operations in the Brazilian electricity sector.

In addition to the distributors, Neoenergia also started to operate in power generation, entering the thermal generation sector through the inauguration, in 2004, of the Termopernambuco Thermal Power Plant. During this period, the company also began to invest in renewable sources, such as wind energy, and started to operate in the energy transmission sector, participating in ANEEL auctions to grant lines in different regions of the country.

In 2017, Iberdrola, a minority shareholder of Neoenergia since its foundation, acquired control of the Company from the merger between Neoenergia and Elektro, a company operating in the distribution of energy in the States of São Paulo and Mato Grosso do Sul that was fully controlled by Iberdrola. As a result of the business combination, Elektro became a subsidiary of Neoenergia, and Iberdrola now holds 53.5% of Neoenergia's capital, assuming control of the Company, which until then had been shared with PREVI and BB-BI.

In 2019, Neoenergia held its Initial Public Offering (IPO) on the B3 (São Paulo Stock Exchange), becoming a publicly traded company registered in the Novo Mercado segment, the highest level of corporate governance on the stock exchange, aimed at companies that adopt the best governance and transparency practices.

Throughout its history, Neoenergia has established itself as one of the leading private groups in the

Brazilian electricity sector, with a track record marked by solid growth based on regional expansion, operational diversification, and a commitment to renewable sources. Currently, the Company operates in the areas of generation, transmission, distribution and commercialization of energy in the country, with a presence in 18 states and the Federal District.

As such, it constitutes a large historical, business, corporate and institutional reality, a reference center for broad Stakeholders, and closely committed to environmental, social and economic aspects of the places where it develops its activities.

When the Governance and Sustainability System refers to “NEOENERGIA S.A.,” the “Company,” or the “Corporation,” it is referring to this company individually.

Neoenergia conceives social interest in its own unique way, as the common interest of all shareholders of this independent company focused on creating shared sustainable value, in accordance with the Neoenergia Group's Purpose and Values and with the Neoenergia Group's Ethics and Basic Principles of Governance and Sustainability.

Similarly, the Company considers its partners to be more than shareholders, but rather partners who identify with its project, since they hold an investment geared toward long-term sustainable benefits derived from the execution of the Company's purpose and respect for its values.

Along the same lines, the Company considers its Stakeholders to be an integral part of its identity, as they are not only fundamental to the realization of its project, but also members of society with whom it connects, interacts, and integrates in the development of its activities.

Both for its dimension and significance, and for the basic and essential character of the energy that the Company produces and distributes, the Company's purpose and values transcend its Stakeholders and expand over the territories in which it operates and is present.

II. NEOENERGIA S.A. and the companies of the Neoenergia Group

To talk about the Neoenergia Group is to talk about history, leadership, advancement, progress, innovation, overcoming, adaptability and excellence in execution, as well as a business and social reference, the result of a successful integration process, with the ability to anticipate energy needs through solutions that preserve the environment for future generations and with an orientation towards the creation of sustainable value in the long term.

When the "Neoenergia Group" or "Group" is mentioned in the Governance and Sustainability System, reference is made to the Company and the other companies integrated into the group in which the Company is the dominant entity in the sense established by law, and in which all operate autonomously under the same purpose and common values.

The Neoenergia Group, in turn, is part of a group of companies controlled by the holding company Iberdrola S.A. (the "Iberdrola Group"). In this context, one of the main functions of the Company, as a subholding of the Iberdrola Group, is to develop and strengthen the functions of organization and strategic coordination in Brazil in relation to the other companies of the Neoenergia Group, taking into account their characteristics and unique features, as well as centralizing the provision of common services to the operating companies of its Brazilian Group.

As for the corporate organization of the Neoenergia Group, the Company is configured as a holding entity and acts as the holder of the interests of the other companies.

The Company's governance structure, detailed in Neoenergia's Corporate Governance Policy, follows principles that segregate functions. The Board of Directors is responsible for defining the strategy, organizing, coordinating and supervising the Group's performance, while the effective management of the business is assigned to the respective companies that make up the Group.

In the Group's governance model, Neoenergia promotes the creation of committees to support or advise the Executive Board. These committees have a transversal character, are linked to strategic functions and reinforce the efficiency of the Executive Board as a support to its Board of Directors.

The corporate and governance organization allows adequate coordination between the companies of the Neoenergia Group, through the integration of the corporate and business areas that follow the Group's business model. This model is aimed at maximizing operational efficiency and seeks to ensure the dissemination, implementation and monitoring of management strategy and guidelines. To this end, the Company promotes the creation and operation of support committees for specific corporate areas or businesses.

The Group's configuration allows a decentralized decision-making structure, inspired by the principle of subsidiarity, with coordination mechanisms capable of integrating the businesses developed by the companies that make up the Group, without allowing the concentration of power, due to an effective system of counterweights.

III. The Governance and Sustainability System and the Compliance System

Neoenergia has developed its own rules to, in the exercise of the corporate autonomy that the law grants it, preserve its identity, carry out its purpose and values, as well as achieve its business purposes, which include the generation of social dividends. Initially configured as a corporate governance system, these rules have evolved, at the forefront of international best practices, into a broader system.

This evolution, anticipating to adapt to new needs, was called the Governance and Sustainability System. Based on Neoenergia's commitment to sustainability, the system allows it to maintain its leadership position, continue to achieve new objectives and exceed market expectations.

Thus conceived, the Governance and Sustainability System differentiates the Company as a complete company, since it supports and configures the purpose, performance and development of the Group's activities.

Prepared in accordance with current legislation, it is in line with recognized international recommendations and is adapted to the business, corporate and institutional reality of the Group. Neoenergia's internal order governs its performance, that of its managers and that of the other persons to whom it applies, seeking to ensure, in particular, the realization of the purpose, values, corporate purpose, the achievement of the social interest and the generation of the social dividend, within the common framework of sustainability.

The Company's Governance and Sustainability System is projected over the other companies of the Neoenergia Group, taking into account the condition of its holding entity and the functions assigned to its Board of Directors regarding the strategic definition and structure of the Group and the supervision of the general guidelines that must be followed by the Group. Neoenergia, as a holding entity, establishes standards, principles and guidelines for the normative developments of the other companies of the Group within the scope of their respective governance and sustainability systems, in the exercise of their autonomy and within the respect for the Purpose, the Values of the Neoenergia Group and the Neoenergia Group's Ethics and Basic Principles of Governance and Sustainability.

This structure promotes an adequate degree of coherence and coordination between the internal regulations of the group of companies that make up the Group, while respecting the autonomy of the respective management bodies of said companies.

Neoenergia's Governance and Sustainability System is formally structured in four books: (i) the preliminary book contains this General Introduction, the Purpose and Values of the Neoenergia Group and the Neoenergia Group's Ethics and Basic Principles of Governance and Sustainability; (ii) the first book incorporates the Bylaws, and the internal regulations of the collegiate bodies; (iii) the second book contains the policies related to transparency and governance, human and social capital, natural capital and the sustainable value chain; and (iv) the third book refers to internal audit, risks and compliance.

Preliminary Book

In the Introduction to the Governance and Sustainability System, the Purpose and Values of the Neoenergia Group form the basis that guides the organization and decisions of Neoenergia and the other companies of the Group. The identification and definition of specific purpose and values ultimately determine that the entire internal order of the Group's companies and their respective governance and sustainability systems are designed, implemented, applied and interpreted according to them, as they constitute their authentic structural principles.

In turn, the Neoenergia Group's Ethics and Basic Principles of Governance and Sustainability guide the development of the standards of the companies of the Neoenergia Group that, as the case may be, are approved, in the exercise of their autonomy, promoting the creation of long-term sustainable value for its shareholders and also considering its other Stakeholders.

These Neoenergia Group's Ethics and Basic Principles of Governance and Sustainability, together with the Purpose and Values of the Neoenergia Group, contribute to forming the identity and essence of the Group as a whole, in line with sustainability and the most demanding ethical principles, favoring the construction of a healthier and more accessible electric energy model, consistent with the highest standards and requirements regarding transparency, governance, human, social, natural, compliance and sustainable value chain.

Book One: Articles of Incorporation and Corporate Organization

The First Book of the Governance and Sustainability System is headed by the Bylaws, which represents the maximum expression of Neoenergia's corporate autonomy and constitutes the primary source of its internal order and the basis on which its Governance and Sustainability System is based.

The Bylaws, especially in its preamble, emphasizes the Company's commitment to the Purpose and Values of the Neoenergia Group, the definition of its project, its view on the social interest and social dividend and the fundamentals of its corporate organization and governance. In summary, it outlines the guidelines that define the unique identity of Neoenergia and its business project, highlighting its involvement, drive and leadership in the task of contributing to the progress and integral and sustainable development of the places in which it operates.

In the development of the Bylaws, the rules governing its corporate organization are of special relevance in Neoenergia's internal order, incorporating the best practices in this matter and positioning it as a benchmark of good governance.

In order to best implement Neoenergia Group's Purpose and Values and Neoenergia Group's Ethics and Basic Governance and Sustainability Principles, the rules of the Bylaws establish, among other aspects, the composition, competencies and operating regime of its main decision-making and management structures, as well as the duties and obligations of its members.

Book Two: Corporate Policies

The policies that make up the second book are characterized by concretizing ideas and values in modes, standards and criteria of action, rationalizing management decisions. The policies define principles of action whose observance leads to compliance and adequacy of the corresponding actions with Neoenergia's purpose, values and social interest.

The Governance and Sustainability System differentiates policies related to transparency and governance from the others: human and social capital; natural capital; sustainable value chain; and risks, corporate control and compliance.

Policies related to transparency and governance are of special relevance, because Neoenergia seeks to ensure that its conduct, and that of the persons linked to it, meet the legal provisions and the principles of its own System of Governance and Sustainability.

These policies, developed at the forefront of best practices in transparency and governance, apply to its structure and organization, considering its characteristics, size, and nature as a company listed on the new market.

In addition, the policies define, in the light of the legislation, the Bylaws and the Neoenergia Group's Ethics and Basic Principles of Governance and Sustainability, the guidelines and principles of action that materialize Neoenergia Group's Purpose and Values and its sustainable development strategy, guiding the performance of Neoenergia's shareholders, managers and professionals.

Neoenergia's governance strategy, expressed in its policies, is designed to meet the common interest of its shareholders and other Stakeholders related to its business and institutional activity. All of this is presided over by the highest ethical standards and widely recognized governance recommendations, shaped by the Sustainable Development Policy and the Policy on Relations with Stakeholders.

For these purposes, the Board of Directors is responsible for promoting, determining and supervising the strategy for the involvement of Neoenergia's shareholders in social life. This is done through different channels of dialogue, information, participation and interaction, with the aim of ensuring that the information disclosed by Neoenergia is true, adequate, relevant, correct, complete, clear, reliable and useful; as well as ensuring equal access to all.

The Executive Board supports the Board of Directors in the development of its competencies and has internal support committees of a transversal nature linked to strategic functions.

The principles and practices that govern the remuneration of its directors and members of senior management contribute to the alignment of the interests of these professionals with the sustainability of the Group and with the remuneration of shareholders.

The taxes that Neoenergia pays constitute its main contribution to the sustainability of public finances and, therefore, one of its main contributions to the society of the places in which the Group operates. Neoenergia's tax strategy is based on three pillars: compliance with tax obligations, permanent cooperation with tax authorities and transparency, as established in the Corporate Tax Policy.

The Policy on Respect for Human Rights and the Policy on Sustainable Human Capital Management and Harassment Prevention are part of Neoenergia's sustainable development strategy. They reflect Neoenergia's commitment to the challenges, objectives and social goals that cannot be postponed, such as respect for human rights, equal opportunities, non-discrimination, preventing and combating harassment, promoting professional development and balancing personal and professional life. Policies related to human and social capital value and strengthen human capital, essential for the success of Neoenergia's business trajectory. Neoenergia's commitment to the requirements and demands of human capital is best expressed in the dedication and qualifications of its teams, which are made up of professionals who contribute, through their work and talent, to the creation of long-term sustainable value and the fulfillment of business objectives.

The natural capital policies related to the management and protection of nature, climate action and biodiversity, which constitute Neoenergia's response to environmental challenges, are also part of Neoenergia's sustainable development strategy. These policies promote the efficient use of natural resources and contribute to identifying and seizing the opportunities arising from the energy and ecological transition.

In line with the Purpose and Values of the Neoenergia Group and its Neoenergia Group's Ethics and Basic Principles of Governance and Sustainability, the natural capital policies reflect Neoenergia's leadership in the development of a sustainable energy model, based on the use of renewable energy sources and smart grids, electrified, efficient, with low pollutant emissions and using technology to modernize (digital transformation), a strategy that respects and protects nature.

Policies related to the sustainable value chain reflect Neoenergia's commitment to implement and promote a sustainable value chain that is respectful of the environment, transparent and ethical. In line with the culture of excellence, they address the main tools to boost their sustainability, efficiency and competitiveness, recognizing them as fundamental for the value chain to continue creating long-term competitive advantages and greater contributions to society.

The aforementioned policies establish the principles and guidelines for action regarding occupational health and safety, use of digital technologies and operational resilience of essential assets (people, brand, personal data, infrastructure, operations, critical processes, information, reputation, quality and knowledge). They also regulate procurement and quality processes and establish rules and instruments that allow Neoenergia to continue pursuing innovation, transformation and responsible use of artificial intelligence in the energy sector, reinforcing its competitiveness and development in the markets in which it operates.

Third Book: internal audit, risks and compliance

As an essential element of Neoenergia's sustainable development strategy, the Governance and Sustainability System contains a solid regulatory framework for internal audit, risk management, corporate control and compliance, which responds to the most advanced requirements in these

matters. These are the standards that, together with the Code of Conduct for Administrators, Professionals and Suppliers, form the third book.

The General Bases of Control and Risk Management of the Neoenergia Group define an integral system whose purpose is to identify, prevent and mitigate risks that affect the development of the business project of Neoenergia and the other companies of its Group. They establish the general framework for the control and management of the risks to which these companies are subject, taking into account Neoenergia's position as a holding company, establishing criteria for the management of a diversity of risks, from corporate to business, including, among others, financial, sustainability, safety and reputational risks.

The nature, organization and competencies of the internal audit function, which correspond to Neoenergia's Internal Audit and Risks area, are regulated in the Basic Internal Audit Standard. Its fundamental activity is to act independently and proactively for the effectiveness of governance, risk management and internal control processes.

For the preparation of consolidated financial and non-financial information, Neoenergia defined basic principles that meet the fundamentals of subsidiarity and decentralized management of the corporate and governance structure of the Neoenergia Group, clearly delimiting the different responsibilities of the management bodies. To ensure the independence of the audit, the Audit Committee has determined the basic rules governing the selection, appointment, re-election and replacement of the independent auditor and ensure that it gathers the technical capabilities necessary to carry out its work effectively, responsibly and independently.

Neoenergia has a solid and innovative track record in compliance, which is developed based on legal requirements and best practices. As part of its Governance and Sustainability System, it approved a Compliance Policy that, together with the Policy Against Corruption and Fraud and the Whistleblower's Internal Information and Protection System, are the manifestation of its alignment with the Purpose and Values of the Neoenergia Group, with its Neoenergia Group's Ethics and Basic Principles of Governance and Sustainability, with transparency and with its commitment to maintain permanent surveillance and to sanction irregular conduct and unlawful acts or acts contrary to the law or the Governance and Sustainability System.

The Company's Compliance Unit, whose operation is regulated by its Regulations, which is part of Chapter Three (Internal Audit, Risks and Compliance), section B (Compliance), has at least one member not linked to any of the Group's companies, who will be a specialist of recognized prestige in compliance matters. Acts proactively and autonomously to ensure the implementation and effectiveness of Neoenergia's Compliance System.

The companies controlled by the Company have their own compliance systems, whose application and effectiveness are proactively and autonomously monitored by their respective compliance units or department, without prejudice to the proper coordination that takes place within the Group.

The Code of Conduct for Administrators, Professionals and Suppliers develops and implements the Purpose and Values of the Neoenergia Group. It is applicable to the managers, professionals and suppliers of the companies of the Neoenergia Group, as well as to other persons whose activity is expressly subject to it. It establishes a set of principles of action aimed at ensuring responsible behavior in a global, complex and constantly changing environment, and also responds to the obligations of prevention imposed within the scope of the criminal liability of legal entities.

With the formulation of the Governance and Sustainability System under the terms set out above, Neoenergia reaffirms its identity and character as an integrated company, which develops a plural and shared action with its Stakeholders. The Company is a leader in its sector based on sustainability, respect for human rights, the social market economy and recognized ethical principles.

The approval of the standards and policies, including compliance, that are part of the Governance and Sustainability System is the responsibility of the Board of Directors, with the support, when necessary, of the advisory committees, particularly the Audit Committee and the Sustainability Committee. In particular, Neoenergia's Compliance Unit, linked to the Sustainability Committee, contributes, with its performance, to conform, develop and implement the Compliance System.

Neoenergia aspires to have the Governance and Sustainability System and the Compliance System widely followed and disseminated. For this, it values the use of innovation, the most advanced and sustainable technologies and regulatory transparency. The documents that make up the Governance and Sustainability System and the main standards that support the Compliance System are available on its corporate website and are published in accessible formats so that they can be consulted through the electronic devices usually used, such as cell phones, tablets and computers.

The transformation of ideas, values and principles into action guides or protocols must be subject to continuous adaptation to keep up with changes in the circumstances in which Neoenergia's work is developed.

The Governance and Sustainability System, which covers compliance standards and policies, is subject to a continuous review process, in order to ensure its constant suitability and adaptation to the facts and circumstances that require it, as well as to incorporate the best indications in the matter, practical experience and recommendations widely recognized in the markets, thus promoting Neoenergia's leadership role and its position at the forefront of the market.

Rio de Janeiro, March 12th, 2026.
The Board of Directors of Neoenergia