

BYLAWS

NEOENERGIA S.A.

Publicly-held Company

CNPJ/ME No. 01.083.200/0001-18

NIRE 33.300.266.003

PREAMBLE

This Preamble is an integral part of Neoenergia S.A.'s Bylaws (the “Company”), guiding its content and serving as a basis for its interpretation and application.

The Company is the parent company of the Neoenergia group composed of companies under its common control (hereinafter referred to as “Neoenergia group”), being a member of a business group with an international dimension whose controlling shareholder is the Spanish holding company publicly traded Iberdrola S.A. (“Iberdrola group” and “Iberdrola”, respectively), whose decentralized corporate structure guarantees a clear segregation of functions and responsibilities, based on a business model aimed at maximizing the value of the business as a whole.

On these bases, the Company is consolidated as a holding company publicly traded in Brazil, assuming the role of strategic coordination in relation to the companies it controls directly or indirectly (“Subsidiaries”), respecting the necessary corporate autonomy of the Subsidiaries with respect to the ordinary administration and effective management of the businesses that constitute their corporate objects and the consequent responsibility for their ordinary control.

In the exercise of its activities, the Company establishes the corresponding internal corporate policies and rules, developing and implementing general management policies, strategies and guidelines, in the interest of each and every one of the companies belonging to the Neoenergia group, without prejudice to the absolute autonomy of its management bodies as a publicly traded company managed under the highest standards of corporate

governance. The Company contributes to the integration into the business model of its Subsidiaries and, as applicable, of its affiliates, always respecting the applicable regulations and the management autonomy of each company.

This Preamble also aims to express the Company's commitment to the Purpose (to continue building, in a collaborative way, a healthier and more accessible electric energy model) and Values (sustainable energy, integrating force and dynamic drive) of the Neoenergia group, as well as in the Neoenergia Group's Code of Ethics, which, as the basis of its corporate ideas and ethical principles, preside over the activity that constitutes the Company's corporate purpose and guide its strategy and business project, also reflecting in the Policies that are part of the Governance and Sustainability System of the Company. The Company also expresses its commitment to the principles of digital innovation and transformation, aimed at creating value in a sustainable manner.

The Company's social interest is oriented towards the creation of sustainable value for all its shareholders, considering and understanding the other interest groups related to the business activity and the institutional reality of the Neoenergia group, in particular by contributing to the achievement of the Sustainable Development Goals (SDG) approved by the United Nations - UN.

In this regard, the Company will continue to collaborate with the Neoenergia Institute in promoting and carrying out activities related to sustainable development policies in Brazil.

The Company's performance in the social, environmental and sustainability fields, as well as the social dividend generated, make up the Company's Non-Financial Information. Within the scope of its activities, the Company will promote the public disclosure of its Non-Financial Information and the social dividend generated, especially among stakeholders.

The web page and other communication tools of the Company should reflect its commitment to transparency, trust and credibility with interest groups and society in general.

The Bylaws, of which this Preamble is an integral part, rules, where applicable, the performance of the Company's management bodies and employees, who have a duty to comply with it and the right to demand compliance with it.

CHAPTER I

NAME, HEADQUARTERS, CORPORATE PURPOSE AND DURATION

Article 1 - NEOENERGIA S.A. is a corporation governed by these Bylaws and the legal provisions that apply to it, as well as by its Governance and Sustainability System established by the management bodies in the exercise of their corporate autonomy, also respecting the provisions of the current shareholders agreement.

Article 2 - The Company has its headquarters and venue in the city of Rio de Janeiro, State of Rio de Janeiro, at Praia do Flamengo, 78, 3rd floor, being able, for better performance of its activities, to create branches, agencies, representative offices or any other type of related establishment in the country or abroad.

Article 3 - The Company's purpose is the participation in other companies, as minority or controlling shareholder, whatever its social purpose; intermediation and business consultancy, in Brazil or abroad; import of goods and services; conducting studies and commercial, industrial and service projects, as well as their implementation.

Article 4 - The Company's duration is indefinite.

CHAPTER II

SHARE CAPITAL AND SHARES

Article 5 - The Company's capital stock is R\$ 20,919,982,151.71 (twenty billion, nine hundred and nineteen million, nine hundred and eighty-two thousand, one hundred fifty-one reais and seventy-one centavos), fully subscribed and paid in, divided into 1,213,797,248 (one billion, two hundred and thirteen million, seven hundred and ninety-seven thousand, two hundred and forty-eight) common shares, all registered, with book-entry and without par value.

Article 6 - Up to the limit of the authorized capital, when provided for in these Bylaws, the share capital may be increased by resolution of the Board of Directors and, above this limit, by resolution of the General Meeting.

Paragraph 1 - The Board of Directors will establish the conditions for the issuance and subscription of the Company's shares, including price, form and payment term, form of placement (public or private) and their distribution in the country and/or abroad, up to the limit of the authorized capital, when provided for in these Bylaws.

Paragraph 2 - The Board of Directors may authorize, pursuant to article 172 of Law No. 6.404, of December 15, 1976, as amended ("Law No. 6.404/76"), the issuance of shares, debentures convertible into shares or subscription bonus, the placement of which is made through sale on the stock exchange or by public subscription, or by exchange for shares in a public offer for the acquisition of control, under the terms established in law, within the limit of the authorized capital, without preemptive rights or with a reduction in the term referred to in article 171, paragraph 4 of Law 6.404/76.

Article 7 - The share capital is represented exclusively by common shares and each common share is given a vote in the resolutions of the Shareholders' Meetings.

Article 8 - The Company's shares are book-entry, held in deposit accounts in the name of their holders before a financial institution authorized by the Securities and Exchange Commission ("CVM").

Sole paragraph - Subject to the maximum limits set by the CVM, the cost of transfer and registration, as well as the cost of the service related to book-entry shares may be charged directly to the shareholder by the depositary institution, as defined in the share bookkeeping agreement.

Article 9 - Failure by the subscriber to pay the amount subscribed, under the conditions provided for in the bulletin or in the call required by the management body, shall constitute, in full right, the shareholder in default, in accordance with articles 106 and 107 of Law

6.404/76, subject to the payment of the overdue amount, monetarily restated according to the variation of the General Market Price Index (“IGP-M”), released by Fundação Getúlio Vargas (“FGV”), or its replacement, in the shortest period of time legally permitted, in addition to interest of 12% (twelve percent) per year, *pro rata temporis* and a fine corresponding to 10% (ten percent) of the amount of the installment in arrears, duly updated.

CHAPTER III

SHAREHOLDERS’ MEETING

Article 10 - The conditions for holding the Shareholders’ Meeting, the form of its call and operation, the required number of shareholders present, the manner of its deliberations and its preliminary acts are those prescribed by law and in these Bylaws, and an internal regulation of the Shareholders’ Meeting may be established which will contain specific rules on its operation.

Sole paragraph - All documents to be analyzed or discussed at the Shareholders’ Meeting will be made available to shareholders at the Company's headquarters, as of the date of publication of the first call notice, without prejudice to its disclosure through the CVM website on the world wide web.

Article 11 - The resolutions of the Shareholders’ Meeting will be taken by a simple majority vote of the shareholders attending the meeting, subject to the provisions of Law No. 6.404/76 and of the shareholders agreement in force and filed at the Company's headquarters, pursuant to art. 118 of Law No. 6.404/76.

Article 12 - The Shareholders' Meeting, convened by the Chairman of the Board of Directors, will meet, ordinarily, within the first four months of each year after the end of the fiscal year and, extraordinarily, whenever necessary.

Article 13 - The Annual or Extraordinary Shareholders’ Meeting will be installed and chaired by the Chairman of the Board of Directors. In the event of the absence of the Chairman of the Board of Directors, the Chairman of the Shareholders’ Meeting will be chosen by a majority of the votes of the attending shareholders. It will have as secretary the Secretary of

the Board of Directors, or, in the event of their absence, by a person invited by the Chairman of the Meeting.

CHAPTER IV MANAGEMENT

Article 14 - The Company's management will be the responsibility of the Board of Directors and the Executive Board, in accordance with the law and as provided for in these Bylaws.

Paragraph 1 - The investiture of the directors and members of the Fiscal Council, both effective and alternate, is subject to the signing of a term of investiture in the Minutes Book of the Board of Directors, of the Executive Board or of the Fiscal Council, as the case may be, which must include their submission to the commitment clause referred to in article 36, as well as the compliance with the applicable legal requirements, being exempt from any management guarantee.

Paragraph 2 - The term of office of the Directors and Officers will extend until the investiture of the respective successors.

Paragraph 3 - The Shareholders' Meeting will establish the global amount of compensation for the Board of Directors and the Executive Board and the profit sharing of the Company, in this case, observing the global limits. The Board of Directors will distribute the fixed remuneration among its members and the Executive Board.

Paragraph 4 - The Company's management must adhere to the Policies for Disclosure of Relevant Information and Preservation of Secrecy and Trading in Securities Issued by the Company and its Affiliates, by signing the respective adhesion term.

SECTION I MAIN PRINCIPLES OF CONDUCT

Article 15 - The Board of Directors and the Executive Board shall develop their functions and competencies with a single purpose, and in a convergent manner for the benefit of the

Company, regardless of criteria and loyalty to the social interest, in accordance with the Neoenergia Group's Purpose and Values and its Code of Ethics, observing in its actions the provisions of the current legislation, the Governance and Sustainability System of the Company and, particularly in relation to the Board of Directors, in the rules of internal organization of operation that the Board of Directors establishes due to its power of self-organization.

SECTION II

BOARD OF DIRECTORS

Article 16 - The Board of Directors is composed of a minimum of 10 (ten) and a maximum of 15 (fifteen) members, who may have their respective alternates, all elected and removable by the Shareholders' Meeting, with a unified mandate of 2 (two) years with reelection allowed. The Chairman of the Board of Directors will be chosen from among the members, by simple majority in a meeting of the Board of Directors. Likewise, the Secretary of the Board will be appointed, who may or may not be a director.

Paragraph 1 - Of the members of the Board of Directors, at least 2 (two) or 20% (twenty percent), whichever is greater, must be independent directors, as defined in the Novo Mercado Regulations of B3 S.A. - Brasil, Bolsa, Balcão ("Novo Mercado Regulation" and "B3", respectively), and the characterization of the nominees to the Board of Directors as independent directors should be decided at the Shareholders' Meeting that elects them.

Paragraph 2 - When, as a result of calculating the percentage referred to in the above paragraph, the result generates a fractional number, the Company must round up to the next whole number.

Paragraph 3 - Subject to the provisions of the shareholders' agreement in force and filed at the Company's headquarters, in the event of vacancy of the members of the Board of Directors, the alternate director may replace the titular director until the election of their substitute, or their substitute may be appointed by directors until the first subsequent Shareholders' Meeting. In both cases, the substitute will only occupy the position for the remainder of the term of the substitute.

Paragraph 4 - The Chairman of the Board of Directors will be replaced in their absences and impediments by their elected alternate. However, the chairmanship of the Board of Directors will be exercised by a Director elected by the remaining members, by simple majority.

Paragraph 5 - The positions of Chairman of the Board of Directors and Chief Executive Officer or main executive of the Company cannot be accumulated by the same person.

Paragraph 6 - When appointing a member to the Board of Directors, each shareholder and their respective nominee must present a statement attesting that all applicable legal requirements and those related to the Shareholders' Agreement and to the Company's Governance and Sustainability System have been duly observed in this appointment, together with the appropriate evidence.

Article 17 - The Board of Directors will meet, ordinarily, 8 (eight) times per year and, extraordinarily, whenever called by its Chairman or, in their absence, by the elected director in their place to exercise the presidency of the Board, or, still, by 1/3 (one third) of the Directors, in joint request.

Paragraph 1 - The meetings will be called by e-mail or any other electronic means that allows the confirmation of the said call, sent to each Director at least 7 (seven) business days before the meeting on the first call and 5 (five) consecutive days on the second call. The notice will contain a brief description of the matters on the agenda and will be considered waived if the Director present does not question it until the meeting begins.

Paragraph 2 - Regardless of the formalities prescribed in the previous paragraph, the meeting attended by all Directors will be considered as a regular meeting.

Paragraph 3 - The Board of Directors, at the discretion of its Chairman, may meet through multi-conference systems or any other systems that allow, in real time, the recognition and identification of the participants from a distance, the permanent communication between them, regardless of the place where they are, their manifestation and the exercise of their

vote. Procedures will be adopted to ensure the full guarantee of the participants' identity, the duty of secrecy and the protection of the social interest, in order to preserve access to the information transmitted and generated during the meeting, preserve the deliberations produced and the commitments adopted. For this, the Directors must observe the security and privacy protocols established by the Company. Participants, wherever they may be, will be considered, for all purposes related to the Board of Directors, as participants in the same and only meeting, which will be considered held at the registered office.

Paragraph 4 - The quorum for the installation of the Board of Directors' meetings will be that of the majority of its members on the first call and of any number, on the second call. Resolutions must be taken by a simple majority vote of the members present at the meeting, with early voting and remote participation being allowed, pursuant to the terms of the bylaws of the Board of Directors.

Paragraph 5 - The resolutions of the Board of Directors must be recorded in the book of "Minutes of the Board of Directors' Meetings".

Paragraph 6 - The Board of Directors' internal regulations will contain all necessary provisions regarding the rules of composition and functioning of the Board of Directors.

Article 18 - The Board of Directors is responsible for:

I - approving the annual budget and any subsequent variations that add up to more than 5% (five percent) of the manageable expenses or investments provided for in the approved budget;

II - approving the contracting of new loans or the rollover of debts in amounts exceeding R\$ 333,000,000.00 (three hundred and thirty three million reais);

III - proposing or resolving on the issue of any title and security authorized by law and authorizing the issue of simple debentures, not convertible into shares and without collateral, of debentures convertible into shares, provided that within the authorized capital limit, if any,

and promissory notes for public distribution, with a value above R\$ 333,000,000.00 (three hundred and thirty three million reais);

IV - approving the provision of guarantees in favor of its Subsidiaries and affiliates, (a) with a value greater than R\$ 832,000,000.00 (eight hundred thirty two million reais), for loan operations, debentures or financial operations, including the Company's derivatives or (b) with a value greater than R\$ 83,000,000.00 (eighty-three million reais) for other operations; as well as providing guarantees in favor of the other third parties related to obligations with values exceeding R\$ 2,000,000.00 (two million reais);

V - acquisition of assets, of any nature or incursion in expenses not foreseen in the budget, in an amount exceeding R\$ 2,000,000.00 (two million reais);

VI - approving the acquisition of non-current assets in an amount equal to or greater than R\$ 49,000,000.00 (forty-ninemillion reais) or the sale of non-current assets in an amount equal to or greater than R\$ 29,261,727.43 (twenty-nine million, two hundred and sixty-one thousand, seven hundred and twenty-seven reais and forty-three cents reais);

VII - approving the definition and any changes to the Company's business and strategic plans;

VIII - selecting and/or removing, always from among firms of internationally recognized capacity, the Company's external auditors, such hiring being mandatory for the Company;

IX - establishing the general orientation of the Company's business, its branches, agencies, representative offices or any other type of related establishment in the country and abroad;

X - electing and dismissing the Company's officers and establish their duties;

XI - supervising the management of the officers, examine, at any time, the books and papers of the Company, request information on contracts entered into or about to be entered into, and any other acts;

XII - resolving on the calling of Shareholders' Meetings;

XIII - expressing an opinion on the Management report and the accounts of the Executive Board;

XIV - deliberating on the increase of the capital stock and issuance of subscription bonuses, through public or private subscription, up to the limit of the authorized capital, if any, establishing the issuance conditions, the price and the payment period, when applicable, as well as reduction or exclusion of the preemptive right, pursuant to article 6, paragraph 2, of these Bylaws;

XV - approving the waiver of the Company's rights and the creation of real liens on the assets;

XVI - resolving on the payment of interest on equity and distribution of interim dividends and propose to the Shareholders' Meeting the allocation of net profits for the year;

XVII - deliberating on the acquisition of own shares;

XVIII - expressing itself on any matter to be submitted to the Shareholders' Meeting;

XIX - establishing criteria and standards for lending, financing and contracts in general;

XX - authorizing the negotiation, execution or amendment of a contract of any kind or value between the Company and its shareholders, directly or through interposed companies or, even, companies in which it participates, directly or indirectly;

XXI - establishing the general personnel policy of the Company and the criteria related to the remuneration, rights and advantages of the employees, establishing the respective expenses;

XXII - authorizing the installation and extinction of branches, agencies, representative offices, or any other type of related establishment in the country and abroad;

XXIII - proposing amendments to these Bylaws to the Shareholders' Meeting;

XXIV - authorizing the change of the accounting methods and accounting practices of the Company and its Subsidiaries, except when such changes arise from the law;

XXV - approving the policies and other rules that make up the Company's Corporate Governance System; and

XXVI - resolving on cases not covered by these Bylaws.

Article 19 - The Chairman of the Board of Directors, in addition to their duties as a director and those provided for in the Board of Directors' internal regulations, is responsible for the following:

I - calling the Shareholders' Meetings, when the Board of Directors decides to hold them, as well as install and chair them;

II - communicating to the Executive Board and to the Shareholders' Meeting, when applicable, the decisions taken by the Board of Directors; and

III - receiving the notifications sent to the Board of Directors.

SECTION III

AUXILIARY ADVISORY COMMITTEES

Article 20 - The Board of Directors will be assisted in its activities by the following statutory technical committees, with permanent functioning, pursuant to Article 160 of Law No. 6.404/76: Audit Committee, Compensation and Succession Committee, Financial Committee and Related Parties Committee.

Paragraph 1 - The Board of Directors may create as many auxiliary advisory committees as it deems necessary, with the functions of consulting, advising and preparing reports or proposals required by the Board of Directors itself ("Committees").

Paragraph 2 - The composition and rules of operation, powers and, when applicable, remuneration of the Committees, respecting the provisions of these Bylaws, will be defined by the Company's Board of Directors, in the Committees' own internal regulations.

Paragraph 3 - The Committees shall exercise, where applicable, the same duties in relation to the companies in which the Company participates. In the event that advisory committees already exist in such companies in which the Company participates, and without prejudice to the provisions of this Paragraph 3, such committees must be preserved and their current competence must be maintained.

Paragraph 4 - The matters analyzed by each of the Committees will be the subject of reports and proposals, which will not bind the resolutions of the Company's Board of Directors.

Article 21 - The Audit Committee, an advisory body linked to the Board of Directors, is composed of at least 3 (three) members, being at least 1 (one) an independent member, and at least 1 (one) must have recognized experience in matters of corporate accounting.

Paragraph 1 - The same member of the Audit Committee can accumulate both characteristics referred to above.

Paragraph 2 - The activities of the Audit Committee coordinator are defined in its internal regulations, approved by the Board of Directors.

Paragraph 3 - The Audit Committee will be responsible for the powers assigned in its internal regulations, which, among other matters, will grant it the competence to:

I - opine on the hiring and dismissal of independent audit services;

II - evaluate the quarterly information, interim statements and financial statements;

III - monitor the activities of the Company's internal audit and internal controls area;

IV - evaluate and monitor the Company's risk exposures;

V - evaluate, monitor, and recommend to management the correction or improvement of the Company's internal policies, including the Policy on Transactions between Related Parties; and

VI - have the means to receive and handle information about non-compliance with legal and normative provisions applicable to the Company, in addition to internal regulations and codes, including provision for specific procedures to protect the provider and the confidentiality of information.

SECTION IV EXECUTIVE BOARD

Article 22 - The Executive Board is the executive body of the administration. The Executive Board will be composed of at least 5 (five) and at most 12 (twelve) members, being a Chief Executive Officer, a Chief Financial and Investor Relations Officer and other officers without a specific denomination. The Officers will have their duties determined by the Board of Directors, in compliance with the provisions of these Bylaws.

Paragraph 1 - The members of the Executive Board will be elected by the Board of Directors, with a mandate of 3 (three) years, and may be reelected.

Paragraph 2 - In their absences or temporary impediments, the officers will be replaced according to the direction of the Executive Board. The Chief Executive Officer will be replaced in their absence by the Deputy Chief Executive Officer, if any, and in the absence of both, by another Officer to be appointed by the other members of the Executive Board, subject to the provisions of article 23, sole paragraph.

Paragraph 3 - In the event of a vacancy in the positions of Chief Executive Officer or Chief Financial and Investor Relations Officer, the Board of Directors will be immediately called for the election of a substitute. In case of vacancy of any other officer, the body will continue to function with the other officers, and the Board of Directors must be called to elect the substitute.

Paragraph 4 - The Executive Officers, within their respective attributions, will have broad powers of administration and management of the corporate businesses to practice all acts and carry out all operations that are related to the corporate purpose, except in the cases provided for in these Bylaws, of operations that can only be carried out by means of a previous deliberation by the Board of Directors or the Executive Board, in compliance with the conditions provided for in article 24 of these Bylaws, observing the prohibition of the constitution of any type of guarantee to the Company by its Officers.

Paragraph 5 - The Chief Financial Officer shall additionally perform the duties of the Company's Investor Relations Officer.

Article 23 - The Executive Board will meet whenever the interests of the Company so require, convened by any Executive Officer.

Single paragraph - Resolutions will be taken by a simple majority of votes of the officers present at the meeting of the Executive Board and recorded in the book "Minutes of the Executive Board Meetings".

Article 24 - The active and passive representation of the Company will be exercised by the Officers.

Paragraph 1 - The Company can only assume obligations upon the signature of two Officers; or a Officer and an attorney; or, still, of two attorneys.

Paragraph 2 - Exceptionally, the Company may be represented by a single Officer or a single attorney in cases of:

I - endorsement of securities for the purpose of collection or deposit, on behalf of the Company, with financial institutions;

II - judicial representation of the Company; and

III - administrative acts before federal, state, municipal government agencies, autarchies or other governmental entities.

Paragraph 3 - The Company's powers of attorney will be signed by 2 (two) Officers and will be precise regarding the delegated powers. The term of the mandate cannot exceed 1 (one) year, except for: (i) powers of attorney granted to financial institutions in the scope of long-term financing of the Company and its Subsidiaries and affiliates, when it appears as guarantor, which may have validity compatible with the contracted operations; and (ii) powers of attorney *ad judicia*, granted to lawyers who will represent the Company in administrative and judicial proceedings.

Article 25 - It is a responsibility of the Executive Board, as a Collegiate body:

I - to propose the Company's annual budget;

II - to opine on the documents mentioned in article 26, item I, item (j), of these Bylaws;

III - to propose the installation and extinction of branches, agencies, representative offices or any other type of related establishment in the country or abroad;

IV - to decide on matters submitted to it by the Officers;

V - to comply with and enforce the policy and general orientation of the Company's business established by the Board of Directors;

VI - to approve the personnel rules and any other internal rules of the Company, in line with the general policy approved by the Board of Directors;

VII - to authorize the acquisition, disposal and encumbrance of movable and immovable assets, except for securities, being able to establish and delegate powers, without prejudice to the specific competence of the Board of Directors provided for in item VI of Article 18 of these Bylaws and of the provisions of item XII below;

VIII - to authorize the execution of agreements, contracts and covenants that constitute encumbrances, obligations or commitments for the Company, being able to establish norms and delegate powers;

IX - approve the contracting of new loans or the rollover of debts in up to R\$ 333,000,000.00 (three hundred and thirty three million reais), or approve the contracting of debt which results in the Company's total consolidated indebtedness being up to 15% (fifteen percent) of its shareholders' equity;

X - to approve the contracting of loans and financial operations by the Company, including derivatives and the issuance of promissory notes for public distribution, with a maximum exposure value of up to R\$ 333,000,000.00 (three hundred and thirty three million reais);

XI - to prepare, in each fiscal year, the management reports, the financial statements and the proposal on the allocation of the Company's profits to be submitted to the Board of Directors and to the Shareholders' Meeting;

XII - to approve the acquisition of non-current assets in an amount less than R\$ 49,000,000.00 (forty-nine million reais), except in the case of investments that have no relationship with the electricity sector, or sale of non-current assets less than R\$ 29,261,727.43 (twenty-nine million, two hundred and sixty-one thousand, seven hundred and twenty-seven reais and forty-three cents reais); and

XIII - to approve the provision of guarantees in favor of its Subsidiaries and affiliates, (a) with a value of up to R\$ 832,000,000.00 (eight hundred and thirty-two million reais), for loan operations, debentures or financial operations, including the Company's derivatives, or (b) with a value of up to R\$ 83,000,000.00 (eighty-three million reais) for other operations; as

well as providing guarantees in favor of other third parties related to obligations with a value of up to R\$ 2,000,000.00 (two million reais).

Article 26 - It is up to:

I. the Chief Executive Officer:

- a.** to exercise the executive direction of the Company, complying with it to coordinate and guide the activities of the Officers, ensuring that the resolutions and guidelines established by the Shareholders' Meeting and by the Board of Directors are faithfully complied with;
- b.** to call and chair the meetings of the Executive Board;
- c.** to keep the Board of Directors informed of the Company's activities;
- d.** to represent the Company in or out of court, before the subsidiaries and/or controlled companies, the shareholders, the constituted powers and the general public;
- e.** to supervise the preparation of the Company's annual budget and submit the respective proposal to the Board of Directors;
- f.** to encourage the application of the corporate policies and general management guidelines of the Neoenergia group, within the scope of the Company's activities, in accordance with the guidelines established by the Board of Directors;
- g.** to apply the strategy and policies approved by the Board of Directors, within the scope of its activities and in accordance with the basic management guidelines of the Neoenergia group;
- h.** to ensure that the Subsidiaries and, to the extent applicable, the affiliates are made aware of the recommendations on technological and operational practices and, in turn, apply and develop the innovation and digital transformation strategy to favor synergies that

contribute to the maximization of the joint value business, driving, in particular, the strategy of innovation and digital transformation;

- i. to supervise the activities of the areas that are directly subordinate to it;
- j. to prepare, together with the other officers, the Company's annual report, the Executive Board's proposal on the allocation of net profits for the year as well as the financial statements, after the formalities provided for in these Bylaws have been completed, and make the presentation of this matter to the Board of Directors;
- k. to publish the Company's annual report; and
- l. to establish the necessary institutional relationships within the scope of the Company's operations.

II. the Chief Financial and Investor Relations Officer:

- a. as Investor Relations Officer, to conduct the Company's relationship with investors, being responsible for providing information to the investing public and to the CVM; and
- b. other attributions determined by the Board of Directors.

Article 27 - It is up to each Officer coordinate, plan and execute the Company's activities, with a view to the realization of its corporate purpose, in its area of operation.

CHAPTER V
FISCAL COUNCIL

Article 28 - The Fiscal Council will function on a permanent basis.

Single paragraph - The Fiscal Council will be composed of 3 (three) up to 5 (five) effective members and an equal number of alternates, all elected by the Shareholders' Meeting for a

term to be exercised until the Annual Shareholders' Meeting following that of their election, with reelection being allowed.

Article 29 - The Fiscal Council is responsible for exercising the powers provided for in the legislation in force.

CHAPTER VI

FISCAL YEAR, FINANCIAL STATEMENTS AND DISTRIBUTION OF PROFITS

Article 30 - The fiscal year ends on December 31 of each year, when the financial statements will be prepared, with semi-annual balance sheets being drawn up on June 30 of each year.

Article 31 - In compliance with the provisions of articles 189 and 190 of Law No. 6.404/76, a portion of the income for the year will be highlighted as a portion to be attributed to management, as a share in the social profits.

Sole paragraph - The Shareholders' Meeting will approve the amount of the participation and the form of apportionment between the members of the Board of Directors and the Executive Board.

Article 32 - Together with the financial statements for the year, the Board of Directors will present to the Annual Shareholders' Meeting a proposal on the allocation of net income for the year that remains after the following deductions, made in this order:

I - 5% (five percent) for the formation of the legal reserve, which will not exceed 20% (twenty percent) of the capital stock;

II - amount allocated to the formation of contingency reserves, and reversal of reserves formed in previous years; and

III - twenty-five percent (25%) to pay the minimum mandatory dividends to shareholders.

Sole paragraph - Whenever the amount of the mandatory minimum dividends exceeds the realized portion of net income for the year, the Management may propose, and the Shareholders' Meeting may approve, to allocate the excess to the constitution of an unrealized profit reserve.

Article 33 - Shareholders are entitled to receive mandatory dividends of at least 25% (twenty-five percent) of net income for the year, adjusted as provided for in the previous article, pursuant to article 202 of Law No. 6.404/76.

Article 34 - The amount of interest paid or credited as interest on equity, under the terms of article 9, Paragraph 7 of Law No. 9.249/95 and the relevant legislation and regulations, may be attributed to mandatory dividends, including such value in the amount of dividends distributed by the Company for all legal purposes.

Sole paragraph - By resolution of the Board of Directors, interim dividends may be declared to the profit account determined in the half-yearly balance sheet or in the balance sheet corresponding to shorter periods, or even to the account of retained earnings or profit reserves existing in the last annual or half-yearly balance sheet, as provided Article 204 of Law No. 6.404/76.

CHAPTER VII

DISPOSAL OF CONTROL

Article 35 - The direct or indirect sale of control of the Company, either through a single operation or through successive operations, must be contracted on condition that the acquirer of the control is obliged to carry out a public offer for the acquisition of shares having as object shares issued by the Company owned by the other shareholders, observing the conditions and terms provided for in the legislation and regulations in force and in the Novo Mercado Regulation, in order to ensure equal treatment to that given to the seller.

CHAPTER VIII

DIVERGENCIES AND ARBITRATION

Article 36 - The Company, its shareholders, management, members of the Fiscal Council, effective members and alternates, if any, undertake to resolve, through arbitration, before the Market Arbitration Chamber, in the form of its regulation, any dispute that may arise among them, related to or arising from their status as issuer, shareholders, management and members of the Fiscal Council, and, in particular, arising from the provisions contained in Law No. 6.385, of December 7, 1976, as amended (Securities Market Law), Law No. 6.404/76, these Bylaws, the rules issued by the National Monetary Council, the Central Bank of Brazil and the CVM, as well as the other rules applicable to the functioning of the capital market in general, in addition to those contained in the Novo Mercado Regulation, the other B3 regulations and the Novo Mercado participation agreement.

CHAPTER IX

FINAL PROVISIONS

Article 37 - The Company will observe the shareholders' agreements filed at its headquarters in the form of article 118 of Law No. 6.404/76, in order to make the depositary financial institution note them on the deposit account statement provided to the shareholder. Any votes cast in the Company's corporate resolutions in disagreement with shareholders' agreements filed pursuant to this article shall be null and void and shall not be counted by the chairman of the body in which the resolution in question is being taken.

Article 38 - With the Company's entry into the Novo Mercado, the Company, its shareholders, including controlling shareholders, management and members of the Fiscal Council, are subject to the provisions of the Novo Mercado Rules.

Sole paragraph - The provisions contained in paragraph 1 of article 14, exclusively with regard to the arbitration clause, in paragraphs 1, 2 and 5 of article 16, in article 21 and its paragraphs, in Chapter VII, in Chapter VIII and in the contents of this article 38, all of them rules referring to the Novo Mercado Regulation contained in these Bylaws, will only be effective after the publication of the announcement of the beginning of the initial public offering of shares issued by the Company and while the Company's shares remain listed on the Novo Mercado.

Article 39 - The values contained in these Bylaws will be updated annually, on January 1st of each year, at the Ordinary General Meeting, based on the variation of the Broad National Consumer Price Index – IPCA in the previous period, published by the Brazilian Institute of Geography and Statistics – IBGE or, in the absence of this, another index published by the same institute comparatively applicable to the Brazilian electricity sector.

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