# Policy for Contracting and Relations with Independent Auditors

Updated on October 16th, 2025

NEOENERGIA S.A.'s (the "Company") Board of Directors has the power to prepare, evaluate and consistently review the Company's Governance and Sustainability System, as well as approve and update policies that contain guidelines that govern the Company's performance. They may also provide notice of, as applicable, the policies that, during the exercise of their autonomy, they decide to approve at companies that are part of the group where the dominant entity is, as established by law, the Company (the "Group").

In the exercise of these powers and within the scope of existing legislation, the Company's Articles of Incorporation and the Neoenergia Group's Corporate Purpose and Values, as well as its Sustainable Development Strategy, the Board of Directors hereby approves this *Policy for Contracting and Relations with Independent Auditors* (the "**Policy**"). This Policy will respect, develop and adapt the Neoenergia Group's Core Ethical Principles of Governance and Sustainability.

### 1. Scope

This Policy is applicable to the Company. Nevertheless, this Policy describes the actions and regulatory developments that must be carried out by the other companies of the Group while observing their competencies and their autonomy.

The content of this policy must also offer guidance, when applicable, for the performance of the Neoenergia Institute, which is linked to the Group.

The Company will promote the alignment of the regulations of the companies in which it holds an ownership interest, but which are not part of the Group, as well as *joint ventures*, temporary associations and other entities it manages, with the principles contained in this Policy.

### 2. Purpose

This Policy aims to ensure that the function of Independent Auditor at the Company and its subsidiaries that maintain dependent companies is attributed to an independent company that gathers the necessary technical capacity to carry out its work effectively and responsibly in accordance with the provisions of applicable standards.

In particular, it regulates the selection, appointment, additional appointment and, in any case, termination of Independent Auditors as well as the conditions established for relations with that Auditor.

#### 3. Selection and nomination proposal

#### 3.1. Selection Procedure

- 3.1.1. The Audit Committee will establish minimum requirements that must be met by entities that apply for the status of Independent Auditor at the Company, as well as the most appropriate selection and contracting procedure. This procedure must be impartial, transparent, efficient and non-discriminatory and will include a price collection process between the different candidate entities to ensure compliance with the previous requirements.
- 3.1.2. For these purposes, the Audit Committee will approve a list of conditions for all candidates invited to the selection process, which will allow them to develop an understanding of the Company's activities and the characteristics and scope of the required services. This list will contain a preliminary timeline of the process.
- 3.1.3. In order to protect the integrity of the selection procedure and the confidential information that the Company makes available to candidate companies, the corresponding confidentiality agreement will be signed with each of company.
- 3.1.4. The provided list of conditions will include transparent and non-discriminatory selection criteria, which the Company will objectively apply in evaluating the offers submitted. These criteria shall provide for the independence of the Auditor, the sufficiency and adequacy of its experience, solvency and operational capacity, as well as strict compliance with any other requirements that is established under applicable legislation at any time. The Audit Committee will establish a weighting for each of the selection criteria defined in the list of conditions, which will not form part of the list itself.
- 3.1.5. The Audit Committee may count on the collaboration of any executive board or area of the Company or Neoenergia Group companies. In this regard, the executive board or department that the Committee indicates in the list of conditions will include conclusions reached during the selection process in a report that will be ratified by the Committee.
- 3.1.6. Candidate companies will present their proposals before the Audit Committee and/or executive boards and departments indicated by this Committee, at one or more meetings called for this purpose. During meetings time the Committee may ask the

candidate companies the questions and requests for clarifications that may be necessary.

- 3.1.7. In the selection process, the Audit Committee will ensure, among others, strict compliance with legislation applicable to the selection and contracting of independent Auditors and, in particular, equal treatment between candidate companies.
- 3.1.8. The Audit Commission may provide for the possibility in the list of conditions, at any time, of terminating the price collection process due to the absence of candidate companies or withdrawal of the process by the Committee.
- 3.1.9. Dialog with the candidate companies will be conducted, in any case, by the Audit Committee and/or by the executive boards and areas designated by this Committee. Candidate companies must refrain from requesting additional information through channels other than those established by the Audit Committee under the list of conditions. In a similar manner, no Group company will respond to consultations or requests for information that are not channeled through the Audit Committee.
- 3.1.10. The Audit Committee must refrain from proposing the appointment of any accounting firm as an Independent Auditor at the Company to the Board of Directors in situations in which a lack of independence, prohibition or cause of incompatibility with the legislation on auditing of accounts is found. In particular, these provisions shall apply whenever the fees due for the provision of auditing and other services, which the Company and any other entity at the Neoenergia Group consider the responsibility of the Auditor or the audit firm, or a member of its network, in each of the last three consecutive fiscal years, represent more than fifteen percent of the total annual earnings at the Auditor or the audit firm or the referred to network.
- 3.1.10. The selection of the Auditor at other companies of the Neoenergia Group may be included in the price collection process, provided that applicable legislation in each case does not prevent such an act.

#### 3.2. Appointment Proposal

3.2.1. Once the offers presented have been evaluated according to the selection criteria defined in the list of conditions, the Audit Commission, based on the report issued by the executive board or the corresponding area, will present a report to the Board of Directors recommending that two candidates perform the position of Independent Auditor at the Company and the Group's consolidated companies. The Commission must indicate a preference for one of these candidates and duly justify such a decision. This recommendation must be free from any influence of third parties.

- 3.2.2. The report from the Audit Committee will necessarily include two different aspects:
  - the express statement that its recommendation is free from the influence of third parties;
  - ii) that no contractual clause has been imposed that restricts selection to certain categories or lists of auditors, under the terms provided for in applicable legislation; and
  - iii) the fiscal years for which it recommends the nomination of candidates.
- 3.2.3. The Board of Directors, based on the report, will define the appointment of one of the two candidates selected by the Audit Committee, justifying the reasons for such a selection, in case it does not adhere to the preference formulated by the Committee.
- 3.2.1. If the nomination proposal is approved, the Board of Directors shall determine that all necessary measures be taken to enter into the corresponding service agreement.

#### 4. Appointment, reelection, separation and dissolution.

- 4.1. The appointment, re-appointment or separation of the Auditors who will verify the individual annual accounts of the Company and the consolidated accounts with the companies integrated into the Neoenergia Group is the responsibility of the Board of Directors.
- 4.2. Before the expiration of the validity of the appointment for the exercise of the function of Independent Auditor at the Company, the Audit Commission will analyze its possible re-appointment or, if applicable, the start of the procedure for selecting and contracting a new Auditor in accordance with the provisions of this Policy.
- 4.3. For these purposes, the Audit Commission will take the result of the annual evaluation of the independence and quality of the work of the Company's Independent Auditor, as well as the temporary and quantitative limitations established in applicable legislation into account.
- 4.4. Based on the above provisions, the Audit Committee shall submit a proposal to the Board of Directors for the re-appointment of the Company's Independent Auditor.
- 4.5. In the event that the re-appointment proposal is approved, the Board of Directors shall determine that all necessary measures be taken to enter into the corresponding service agreement.

4.6. The Audit Commission may only propose the termination of the Independent Auditor's contract to the Board of Directors when the regulations allow. A prior report justifying such an act will be required.

## 5. Relationship with Independent Auditors

The Board of Directors shall maintain an objective, professional and continuous relationship with the Company's Independent Auditor and respect its independence at all times. This relationship will normally be channeled through the Audit Commission.

The Board of Directors shall meet with the Auditor at least once a year to receive information on the work performed and on developments of the Company's accounting and risk-related status.

The Audit Commission will carry out a formal assessment of the quality of the work carried out by the Independent Auditor during the year annually, as well as on the degree of coordination between the different auditing companies at Neoenergia Group companies, if there are several different companies. For these purposes, it will regularly receive information on the audit plan and its execution.

For its part, the Independent Auditor must submit, as a result of its work, an annual report with its recommendations to the Audit Commission.

The Independent Auditor may carry out limited audits or reviews of interim accounts that are published at intervals of less than one year due to the provisions of current legislation.

### 6. Independence

- 6.1. The Company's Governance and Sustainability System will ensure the establishment of the necessary relationships between the Audit Committee and the Independent Auditor, so that the latter receives timely information on any issues that may pose a threat and could compromise its independence.
- 6.2. The Audit Commission shall ensure that the Company's Auditor is independent and that such independence is evident in the relations between them. As a result, it must authorize, prior to its formalization, any contract that it intends to sign with the Auditor or any member of its group for the provision of services other than corporate auditing to the Company or any of the Group companies in order to be able to analyze individually and at the global level any threats to the Auditor's independence that may derive from these contracts. The Audit Committee will therefore remain in permanent communication and coordination with the audit committees at the other companies of the Neoenergia Group, if applicable.

- 6.3. The Company's Audit Commission will also be informed immediately of any contracting of services, both corporate auditing and other services other than auditing, from companies that carry out independent audits at the Group's companies. The Company must provide a sufficient degree of detail to allow for a global and effective analysis of the repercussions that the contracting of such services may cause in terms of independence from an individual and joint perspective.
- 6.4. The provision of services by the Auditor or auditing firm or any member of its service network other than audits must be previously authorized by:
  - a) The Company's Audit Commission, in all cases, both for the services they provide to the Company and to any other company in the Group;
  - Audit commission at the companies controlled by the Company, in case services are provided to this or any of its subsidiaries without an established audit commission;
  - c) Audit commission at the subsidiary company to which the services are provided, whenever established.
- 6.5. In all cases, the corresponding audit commission shall indicate the effect of such an engagement on the independence of the Auditor.
- 6.6. The Commission will remain in permanent communication and coordination with the audit commissions at other companies, which must provide notice of the authorizations they have granted and, in their case, the audit commissions within branches in which the company's auditor or any member of its network provides services.
- 6.7. The Commission will receive written confirmation of its independence from the Company's Independent Auditor from the Company or the entities linked to it, whether directly or indirectly, as well as detailed and individualized information on additional services (other than corporate auditing), of any type, provided to such entities by the appointed Independent Auditor or by the persons or entities linked to it, in accordance with the provisions of auditing legislation.
- 6.9. The Audit Commission shall issue an annual report, prior to the issuance of the independent audit report, in which it shall express an opinion on the Auditor's independence. This report must contain an assessment of the possible impacts on the Auditor's independence during each of the additional services, other than legal auditing, referred to in the previous paragraph, both individually and as a whole.

- 6.9. Conversely, the Audit Committee must supervise internal procedures for quality assurance and safeguarding independence adopted by the Company's Independent Auditor.
- 6.10. The independent auditor that carry out audits of accounts at Neoenergia Group companies will send information annually to the Audit Commissions, through the audit commission or bodies that at each company assume these competencies, on the profiles and professional background of audit teams at the Company and the Group. Information will indicate especially the changes in employees that occurred in relation to the immediately preceding year.
- 6.11. In a similar manner, the Audit Commission will receive information on the contracting of professionals from any of the Group's auditors by the Group's companies.

### 7. Transparency

- 7.1. The Board of Directors shall publicly provide notice of the fees that the Company has paid to the different auditors at the Group, both for auditing services and for other services. They must describe payments made to the Independent Auditor and those that have been made to any company of the group related to the Auditor or to any other company linked to the Auditor through common ownership, management or control.
- 7.2. The activity report from the Audit Commission, which will be submitted to the approval of the Board of Directors and will later be made available to shareholders and investors, will provide notice of relevant aspects of the Independent Auditor's activities during the year.

### 8. Implementation and monitoring

As part of the implementation and monitoring of the provisions of this Policy, the Board of Directors has implemented an Audit Commission, which will develop the necessary procedures.

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This Policy was initially approved by the Board of Directors on July 19, 2018 and last reviewed and updated at a meeting of the Board of Directors held on October 16<sup>th</sup>, 2025.