
RULES OF PROCEDURE OF THE BOARDS OF DIRECTORS OF COPEL HOLDING AND WHOLLY-OWNED SUBSIDIARIES

1. PURPOSE. The provisions of these Rules of Procedure define the responsibilities, duties, competencies and attributions of the Boards of Directors of Companhia Paranaense de Energia - Copel (“Company”, “Copel Holding” or “Copel”) and; Copel Geração e Transmissão S.A. (“Copel GeT”); Copel Distribuição S.A. (“ Copel DIS”); Copel Comercialização S.A. (“Copel Mercado Livre”) and Copel Serviços S.A. (“Copel Serviços” and, together with Copel GeT, Copel DIS and Copel Mercado Livre, “Wholly-Owned Subsidiaries”), in compliance with the provisions of the respective Bylaws, current legislation and good corporate governance practices.

2. NATURE, COMPOSITION AND MANDATE. The Board of Directors of Copel Holding is the statutory body for strategic and collective decision-making, composed of at least seven (07) and no more than nine (9) full members, elected and subject to removal by the General Shareholders’ Meeting of Copel, all serving a unified term of two (02) years, with re-election permitted as established under Federal Law No. 6,404/1976 and other applicable regulations.

3. ELECTION. Except for the provisions of Art. 20 of the Company's Bylaws, the Board of Directors shall establish the rules regarding the election for members of said body, and the system defined for the election shall be disclosed at the time of the calling of the General Shareholders’ Meeting that will decide on the subject.

3.1. In the election referred to in item 3, candidates or slates proposed by the Board of Directors or proposed in the manner established in items 3.2 and 3.3 below, as the case may be, may stand, in accordance with that established by the Board of Directors.

3.2. Shareholders or any set of shareholders who wish to propose another slate or candidate, as appropriate, to run for positions on the Board of Directors, must, together with the proposal to be submitted in accordance with current regulations, forward to the Board of Directors statements individually signed by the candidates they are proposing or a statement by the shareholders making the proposal, that they have obtained from the candidates the declaration that they are able to sign all the documents, without restrictions, containing the information mentioned in item 3.3 below, and the disclosure must comply with the terms of current regulations and, if they are elected, the investiture will be subject to compliance with the requirements set forth in the Swearing-In Document, in these Regulations and in the other internal norms of the Company.

3.3. If the election of the Board of Directors is carried out by the slate system:

- a) the same person may be part of two or more slates, including the slate proposed by the Board of Directors; and
- b) each shareholder may only vote for one slate, and the votes will be counted in compliance with the limitations set forth in Art. 6 of the Company's Bylaws, and the candidates of the slate who receive the highest number of votes at the General Shareholders’ Meeting will be declared elected.

4. INCOMPATIBILITY. Due to incompatibility, investiture in the Board of Directors is prohibited with respect to:

- a) representatives of the regulatory agency overseeing the Company; Ministers of State; State Secretaries or Municipal Secretaries; holders of temporary positions in public administration

classified as special, directive, or advisory; officers of political parties; and holders of elected office in the Legislative Branch at any level of government, even if on leave from their positions; and

b) individuals who, within the past thirty-six (36) months, have served in the decision-making structure of a political party or have held a position in a labor union organization.

5. INVESTITURE. The board members of Copel will be appointed to their positions by signing: (a) the Term of Investiture in the minutes book of the Board of Directors, subject to the statutory arbitration clause; (b) the Documents of Adherence to the Securities Trading and Material Act or Fact Information Disclosure Policy and in the Related Party Transactions Policy, (c) the Document of Receipt and Commitment to the Company's Code of Conduct.

6. TAKING OFFICE. The taking of office by members of the Board of Directors shall comply with the conditions established in Federal Law No. 6,404/1976 and other applicable legal provisions, and the respective term must be signed within thirty (30) days following the election or appointment, under penalty of its ineffectiveness, unless justification is accepted by the body.

6.1. The taking of office by a director residing or domiciled abroad is conditional upon the appointment of a resident representative in Brazil, with powers for at least three (3) years after the end of the administrator's term of office: (i) to receive summons in lawsuits filed against him/her based on corporate law; and (ii) receive summonses and subpoenas in administrative proceedings instituted by the Brazilian Securities and Exchange Commission ("CVM").

7. INDEPENDENT DIRECTORS. Of the members of the Board of Directors, at least a majority must be independent board members, as defined in the Bylaws and in the New Market Regulations of B3 S.A. – Brazil, Bolsa, Balcão ("New Market Regulations") and other applicable rules.

7.1. When, as a result of the calculation of independent members referred to in the item above, the result generates a fractional number, the Company must round up to the immediately higher whole number.

7.2. The Board of Directors must include in the management proposal referring to the General Meeting for election of its members: (i) the adherence of each candidate to the Nomination, Compensation and Annual Performance Review Policy; and (ii) the reasons why the candidates are included as independent board members, in light of the provisions of the New Market Regulations and applicable rules.

7.3. Board members who declare themselves independent must meet the independence requirements set forth in the New Market Regulations, applicable Brazilian and foreign legislation and regulations, as defined in the Company's Nomination, Compensation and Annual Performance Review Policy.

8. COMPOSITION AND MANDATE IN WHOLLY-OWNED SUBSIDIARIES. The Boards of Directors of the Wholly-Owned Subsidiaries of Copel will be composed of members elected and dismissible by the General Meetings, with a unified mandate of 02 (two) years, with re-election permitted, pursuant to Federal Law No. 6,404/1976.

8.1. The Wholly-Owned Subsidiaries shall have at least 03 (three) members on their Board of Directors, composed as established in their respective Bylaws.

9. TERM OF OFFICE. The term of office of board members shall be counted from the date of their election at the Ordinary General Meeting and shall be valid until the next Ordinary General Meeting whose object is the election of members of the Board of Directors. In the event of reappointment, the term of the new mandate shall be counted from the date of the end of the previous mandate.

10. VACANCY. In the event of the resignation, death, or impediment of any member of the Board of Directors, the remaining members shall be responsible for appointing an alternate member, who will serve until the first General Shareholders' Meeting, pursuant to Federal Law No. 6,404/1976.

10.1. In the event of a vacancy in all positions of the Board of Directors, the Executive Board is responsible for calling the General Shareholders' Meeting.

10.2. In the event of a vacancy in a position on the Board of Directors filled through the cumulative voting system, the General Shareholders' Meeting shall be convened to elect all positions filled under this system, to complete the terms.

10.3. The specific rules of each Wholly-Owned Subsidiary, as described in their Bylaws, must be observed in the event of a vacancy for a board member.

11. DEVELOPMENT. The board members must participate in specific training on topics related to Copel's activities, as defined in development plans or by the responsible departments.

12. REMUNERATION. The remuneration of the members of the Board of Directors shall be set annually by the Ordinary General Meeting and must comply with the provisions of Copel's Nomination, Compensation and Annual Performance Review Policy.

12.1. The members of Copel's Board of Directors will be entitled to receive fixed monthly fees, not linked to any indicator, which will be calculated proportionally to the days of their term of office in the months of taking office and leaving office. The Company shall also reimburse them for any travel, food, and lodging expenses necessary for the performance of their duties, subject to the internal regulations.

12.2. With the exception of proceeds from equity interest, independent board members may not receive any remuneration from Copel other than that relating to their position as board member or advisory committee member.

12.3. The board members of the Wholly-Owned Subsidiaries who are concurrently board members or members of the Executive Board of Copel Holding will not receive any additional remuneration.

13. DUTIES OF THE DIRECTORS. In addition to the statutory duties established, the board members of Copel Holding and its Wholly-Owned Subsidiaries are responsible for:

- I elect, from among its members, the Chair of the Board of Directors at the first meeting after the directors take office or at the first meeting following the occurrence of a vacancy in the position;
- II electing the coordinators and members of the advisory committees of the Board of Directors, pursuant to the Company's Bylaws;
- III establishing, in accordance with the Company's Bylaws, the functions of the President, the Vice Presidents, and the Executive Officers;
- IV resolving issues where there is no statutory provision, applying, alternatively, Federal Law No. 6,404/1976;
- V setting a minimum time horizon for the long-term guidelines and strategies to develop strategic planning, and annually approving the goals and results of the implementation of strategic planning and the Business Plan;
- VI reviewing the annual performance evaluation process of the Board of Directors, statutory committees, the President, the Vice Presidents, and the other Executive Officers, conducted in accordance with the relevant internal rules, with regard to the activities carried out, in compliance with the legal, statutory, and regulatory norms, with an emphasis on the duties of the administrators and other aspects deemed relevant;
- VII conducting an annual performance review, both individual and collective, of the board members, members of the statutory committees, the President, the Vice Presidents, and the other Executive Officers, in addition to self-assessment of the performance of the statutory committees, the Executive Board, and the Board of Directors as a body, with regard to the activities carried out in the previous fiscal year, in compliance with regulatory, statutory, and internal rules, with an

emphasis on the duties of the administrators and any other aspects deemed relevant to improve their functions, as defined in the Company's internal regulations;

VIII conducting an annual performance review of the department responsible for secretarial duties in governance bodies, in compliance with the specific internal policy;

IX discussing, when proposed by the Executive Board, the approval of the master plan and the people management model related to remuneration, benefit plan, including the general conditions of collective bargaining and the Profit and Result Sharing Program, meritocracy, performance, organizational culture, equity, development, and succession;

X approving and monitoring the succession plan of the members of the Executive Board, especially the position of President, aiming at continuing the management of the Company and mitigating the risks of an unplanned succession;

XI approving and monitoring the Company's general policies and their respective amendments, except for changes to acronyms or the like, that do not alter the meaning or understanding of part or all of the amended policy;

XII delegating, as needed, the approval of legal transactions within their authority to a defined limit, respecting the exclusive competence established by law and the Company's Bylaws;

XIII discussing the annual work plan of the Statutory Audit Committee;

XIV upon proposal by the Executive Board, authorizing the execution of any legal transactions, including the acquisition, sale, or encumbrance of assets, the establishment of security interests and the provision of guarantees, the assumption of obligations in general, the assignment under gratuitous loan of fixed assets, waivers, settlements, and associations with other legal entities, when the amount involved exceeds 2% (two percent) of the Company's Net Worth;

XV approving changes to the Company's full address, within the headquarters municipality, as defined in Article 3 of Copel Holding's Bylaws.

XVI approving the creation of committees with restricted and specific objectives to advise them or the Company's Management, establishing their duration, appointing their respective members, their remuneration, and their duties;

XVII establishing the rules for the election of members of the Company's Board of Directors, pursuant to §1 of Art. 2 of these Rules of Procedure and without prejudice to the provisions of Art. 20 of Copel's Bylaws;

XVIII ruling on the compliance with the independence criteria of applicable regulations for each candidate nominated for the Board of Directors in the management proposal to be submitted to the General Shareholders' Meeting that will address the election of Board Members.

13.1. Specific duties of the board members of the Wholly-Owned Subsidiaries will be described in their respective Bylaws.

14. RESPONSIBILITIES OF THE CHAIRPERSONS OF THE BOARDS OF DIRECTORS OF COPEL HOLDING AND ITS WHOLLY-OWNED SUBSIDIARIES. The Chairpersons of the Boards of Directors of Copel Holding and its Wholly-Owned Subsidiaries are responsible for:

I deciding on procedural matters of the Board of Directors and granting leave to its members;

II chairing the meetings and directing the work of the Board of Directors, summoning through the department responsible for the secretarial duties of governance bodies, individuals who may contribute to clarifying matters to be considered, including members of the audit committee;

III authorizing the discussion and decision on matters not included in the meeting agenda;

IV requesting the issuance of an opinion from a specialist consultant or consulting firm when dealing with complex or controversial matters, following a decision by the body;

V receiving analyses, opinions, and reports prepared within the scope of the Statutory Audit Committee or other statutory committees;

VI formally receiving requests for documents and information from other board members, evaluating these requests, and forwarding them to the President of Copel Holding or the Chief Executive Officers of a Wholly-Owned Subsidiary; and

VII presiding over the General Shareholders' Meeting or appointing an alternate member, pursuant to the Bylaws.

15. MEETINGS. The Board of Directors of Copel Holding holds its meetings ordinarily at least 9 (nine) times per year and, extraordinarily, whenever necessary.

15.1. The Boards of Directors of the Wholly-Owned Subsidiaries hold their ordinary and extraordinary meetings in accordance with their respective Bylaws, subject to convocation by their Chair.

16. CALL AND MATERIALS. Meetings of the Board of Directors will be called by its Chair, by the department responsible for the secretarial duties of governing bodies, or by a majority of the sitting board members, by sending physical or electronic correspondence to all board members, indicating the matters to be addressed.

16.1. It is the responsibility of each board member to keep their registration with Copel up to date.

16.2. Ordinary meetings must be called with a minimum notice of 07 (seven) days prior to the meeting date, along with the documents related to the agenda items, and the call procedures may be waived when all sitting board members are present at the meeting.

16.3. Urgent matters, if formally justified to the members of the Board of Directors, may be included on the agenda on an exceptional basis, with meetings being called at least forty-eight (48) hours before they are held, by sending correspondence to all the board members. Participation via teleconference, videoconference, or any other reliable means of expressing the will of an absent board member is permitted, and their vote shall be considered valid for all purposes, without prejudice to the subsequent drafting and signing of the corresponding minutes.

16.4. Any matters forwarded by the Executive Board, when involving the issuance of a Resolution or other normative acts, must be accompanied by the respective drafts and all relevant documentation on the subject.

16.5. Additional clarifications on matters under discussion in meetings may be requested by any board member from the Chairperson of the Board within 05 (five) days of receiving respective meeting notice, and Copel or the Wholly-Owned Subsidiary shall have 02 (two) days to provide them or send additional documents.

17. REMOTE PARTICIPATION. If necessary, board members may participate remotely in meetings, via teleconference or videoconference, provided that effective participation and the authenticity of their vote are ensured. In such cases, the board member shall be deemed present at the meeting, and their vote shall be considered valid for all legal purposes and shall be incorporated into the minutes of said meeting.

18. QUORUM. The meetings will be held with a majority of the board members present.

18.1. The decisions of the Boards of Directors shall be made by a simple majority of the votes of those present at the meeting, and in the event of a tie, the proposal supported by the board member chairing the meeting will prevail.

18.2. The Chair of the Board may postpone the meeting for the necessary period to ensure all board members have access to the information and documents relating to the matters on the agenda.

19. MINUTES. The minutes of the meetings will be drawn up in a specific book, differentiated as ordinary and extraordinary, and must include the meeting date and the signature of the board members present at the meeting.

19.1. Minutes of the Boards of Directors containing matters subject to mandatory publication, pursuant to Federal Law No. 6,404/1976, will be filed with the relevant Board of Trade, the CVM and the *Securities and Exchange Commission* – SEC (when applicable), published in a widely circulated newspaper as required by current legislation, and made available on the Company's website, except for matters of a confidential nature, which shall not be publicly disclosed.

19.2. The publication and disclosure of minutes and other documents drawn up as a result of meetings of the Board of Directors shall follow the rules and procedures for confidentiality classification established in Copel's internal regulations and in accordance with applicable legislation.

19.3. Presentations and other documents used in meetings of the Boards of Directors shall be archived by the department responsible for secretarial duties of the governance bodies, in accordance with the Company's current procedures.

19.4. Resolutions on matters addressed in meetings of the Board of Directors will be extracted from the minutes and forwarded to those responsible for implementing the measure.

20. GUESTS. Individuals who can contribute to clarifying matters under consideration may be invited to participate in meetings, and their attendance shall be limited to the time necessary for the analysis of the specific matter.

20.1. At least one member of the Supervisory Board, if installed, shall attend the meetings of the Board of Directors when matters within the purview of that body are discussed.

21. MEETING SUPPORT. The department responsible for secretarial duties of the governance bodies will provide full support to the meetings of the Board of Directors of Copel Holding and its Wholly-Owned Subsidiaries, draft the minutes and Resolutions, maintain custody of such documents, and monitor pending deliberations, and ensure that such matters are returned to the agenda for consideration by the body.

22. CONFLICT OF INTEREST. If a conflict of interest or private interest of any board member is identified in relation to a specific matter to be decided, the board member must promptly disclose it and shall be excluded from discussions and decisions, and the remaining members may decide on the board member's temporary removal from the meeting until the matter is concluded by the body.

22.1. If the board member does not speak up, any individual present at the meeting who is aware of the fact must inform the Board of Directors.

22.2 If board members have doubts regarding a possible new relationship that may constitute a conflict of interest, they must consult the Company.

23. RESOLUTIONS. After approval and signature of the minutes, Resolutions will be forwarded electronically to the Presidency, the Vice Presidencies, and involved Boards by the department responsible for secretarial duties of the governance bodies.

24. ACCESS TO DOCUMENTS. Members of the Boards of Directors shall have access to all documents and information they deem necessary for the performance of their duties.

24.1. The request for the documents and information referred to in the header of this article must be made formally to the Chair of the Board of Directors.

25. UNFORESEEN CASES. Unforeseen cases will be resolved by the Board of Directors, according to its competence.

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