NEOENERGIA S.A.
PUBLICLY-HELD COMPANY | CVM No. 01553-9
CNPJ/MF 01.083.200/0001-18 | NIRE 33.300.266.003

MATERIAL FACT

NEOENERGIA S.A. ("Company") (B3: NEOE3), in compliance with the provisions of Article 157, paragraph 4 of Law No. 6,404, of December 15, 1976, as amended ("Brazilian Corporation Law") and Resolution No. 44 of the Brazilian Securities and Exchange Commission ("CVM") of August 23, 2021, as amended, and Resolution No. 215, of October 29, 2024 ("Resolution 215"), as amended, and in addition to the material facts previously disclosed by the Company on November 24, 2025, March 12, 2026, April 9, 2026 and April 10, 2026, regarding the tender offer for the acquisition of common shares issued by the Company ("Shares") for the conversion of the issuer's registration from Category "A" to Category "B" and the delisting of the Company from the special listing segment of Novo Mercado of B3 S.A. - Brasil, Bolsa, Balcão ("B3" and "Tender Offer", respectively), hereby informs its shareholders and the market in general that the mandatory redemption of all outstanding Shares was approved at the Company's Extraordinary General Meeting held on this date ("Redemption Meeting"), in accordance with Article 4, paragraph 5, of the Brazilian Corporation Law and Article 41 of Resolution 215 ("Mandatory Redemption").

Up to 24,255,394 (twenty-four million, two hundred fifty-five thousand, three hundred ninety-four) Shares shall be redeemed ("Redeemed Shares"). The price per share to be paid for the Redeemed Shares under the Mandatory Redemption shall be equivalent to the price per share paid at the Tender Offer auction, i.e., R$ 33.77 (thirty-three reais and seventy-seven centavos) per share, adjusted by the accumulated SELIC Rate, *pro rata temporis*, from the settlement date of the Tender Offer auction, which occurred on April 24, 2026, until the date of the effective deposit of the Mandatory Redemption price ("Redemption Price"), which shall occur on May 15, 2026 ("Payment Date"). The final adjusted Redemption Price to be paid by the Company shall be R$ 34.02 (thirty-four reais and two centavos).

In accordance with the provisions set forth in the Management's Proposal for the Redemption Meeting, the Redemption Price shall be paid to the shareholders of the Company based on the shareholding position recorded as of today's date, May 4, 2026.

The Redemption Price shall be paid in Brazilian currency on the Payment Date, and payment shall be made (i) through the respective custodian agents of the holders of the Redeemed Shares, in the case of shareholders who hold shares deposited in B3's custody environment, or (ii) to accounts held by shareholders with Neoenergia's transfer agent, Itaú Corretora de Valores S.A. ("Transfer Agent"), in the case of shareholders who hold shares in the Transfer Agent's book-entry environment (i.e., outside of B3).

The Company recommends that shareholders verify and, if necessary, update their registration information with the respective responsible institutions in a timely manner.

Additionally, the Company informs that, in the case of Non-Resident Capital Market Investors and Direct Foreign Investors (collectively, "Non-Resident Investors"), pursuant to applicable law, withholding income tax shall be levied on the positive difference, if any, between the amount received as a result of the Mandatory Redemption and the corresponding acquisition cost of the shares held by such shareholder ("Average Acquisition Cost" and "Capital Gain", respectively), at (i) a flat rate of 15% for Non-Resident Investors who qualify as "Capital Market Investors" and are not tax residents in favorable tax jurisdictions ("FTJ")[1]; (ii) progressive rates from 15% to 22.5%, depending on the gain obtained, for Non-Resident Investors who qualify as "Direct Foreign Investors" and are not tax residents in FTJ; or (iii) a flat rate of 25% for Non-Resident Investors who qualify as "Capital Market Investors" or "Direct Foreign Investors" and are tax residents in FTJ.

For this purpose, Non-Resident Investors or their respective legal representatives are requested to submit the information necessary for the calculation of the withholding income tax, namely: (i) shareholder identification, including CPF or CNPJ; (ii) tax residence; (iii) classification under Joint Resolution BCB/CVM No. 13 (Classification as Non-Resident Capital Market Investor) [yes or no]; (iv) number of shares held; and (v) Average Acquisition Cost of such shares. The information provided must be accompanied by proper and reliable support documentation. Such information and documentation shall be sent: (a) to the Company's Investor Relations department, by email to ri@neoenergia.com, with the subject line "Average Acquisition Cost of Shares - Non-Resident Investors - Redemption" and (b) to the respective custodian agents of the non-resident shareholders, provided that the information and documents mentioned above must be received by the Company by May 6, 2026 at 6:00 p.m. (inclusive).

If the information and documents mentioned above are not received by the Company by May 6, 2026 at 6:00 p.m. (inclusive), or if the documentation submitted is not sufficient, at the Company's discretion, to support the average cost reported, Neoenergia shall consider that the acquisition cost of the non-resident shareholder in question is equal to zero (R$ 0.00), so that the amount received as Mandatory Redemption proceeds shall be entirely considered as

[1] Pursuant to Normative Instruction No. 1,037, dated June 4, 2010, issued by the Brazilian Federal Revenue Service (*Receita Federal do Brasil*), the following are deemed FTJ for tax purposes: jurisdictions that (i) do not levy income tax or levy income tax at a rate lower than 17% (seventeen percent), or (ii) whose domestic legislation does not allow access to information regarding the shareholding composition of legal entities, their ownership, or the identification of the beneficial owner of the income attributed to non-resident investors. The jurisdictions classified as FTJ are listed in Normative Instruction No. 1,037/10 and are periodically reviewed by the Brazilian Federal Revenue Service.

Capital Gain, as permitted by applicable law. In any event, the responsibility for the content of the information submitted shall be borne exclusively by the non-resident shareholder and its legal representative in Brazil.

With respect to shareholders whose registrations are not duly updated, the Redemption Price shall be deposited and held available at the Transfer Agent, and such shareholders shall appear at any branch of the Transfer Agent with the documents indicated below, without prejudice to other documents that the Transfer Agent may request:

- **Individuals:** (1) simple copy of CPF/MF card, (2) simple copy of identification document, and (3) simple copy of proof of residence. Representatives of estates, minors, interdicted persons and shareholders represented by an attorney-in-fact shall present documentation granting powers of representation and simple copies of the CPF and identification document of the representatives. Representatives of estates, minors and interdicted persons shall also present the respective court authorization.

- **Legal Entities, investment funds and other entities without legal personality:** (1) certified copy of the latest consolidated bylaws or articles of association, investment fund regulations, or equivalent document, (2) certified copy of CNPJ/MF registration card, (3) corporate documentation granting powers of representation, and (4) simple copies of CPF/MF, identification document and proof of residence of their representatives. Investors residing abroad may be required to present other representation documents; and

- **Investor via CMN Resolution No. 4,373 or via Law No. 4,131:** shareholders who have invested in the shares subject to the Tender Offer through the mechanisms established by CMN Resolution No. 4,373, of September 29, 2014, as amended, or by Law No. 4,131, of September 3, 1962, shall provide, in addition to the documents described in the items above, as applicable, a document attesting to their registration number with CVM and with the Central Bank of Brazil (in the latter case, the RDE-Portfolio and SCE-IED number).

If necessary, the Transfer Agent may require the presentation of additional documents to proceed with the release of funds related to the Redemption Price. The Transfer Agent's service to shareholders shall be provided through the Exclusive Investor Service Center, at the following numbers (on business days from 9:00 a.m. to 6:00 p.m.):

- 3003.9285 (Capital Cities and Metropolitan Areas)
- 0800.720.9285 (Other locations)

Upon presentation of the documents requested above and their verification and validation by the Transfer Agent, payment of the Redemption Price shall be duly processed to an account indicated by the interested shareholder, subject to the Payment Date.

If the release and deposit of funds corresponding to the Redemption Price to the respective shareholders' accounts is not possible due to outdated information regarding their respective bank accounts, the amounts due to such beneficiaries shall remain available for withdrawal for a period of 10 (ten) years. In such case, said funds shall not be subject to any additional adjustment or correction and may only be withdrawn directly and personally by the respective shareholder, bearing an official identification document, or by a duly appointed attorney-in-fact.

The Company informs that, in view of the approval of the Mandatory Redemption, the 1 (one) month period from the date of the Tender Offer auction for holders of remaining outstanding shares to sell their shares to the Offeror, pursuant to Article 38 of Resolution 215 and item 7.1 of the Tender Offer Notice, is hereby terminated early.

Neoenergia's Investor Relations department is available for clarifications at ri@neoenergia.com.

Rio de Janeiro, May 4, 2026

Carlos Henrique Quadros Choqueta

Executive Director of Finance and Development
(*also performing the duties of Investor Relations Officer*)