

NEOENERGIA S.A.

PUBLIC COMPANY | CVM No. 01553-9

CNPJ/MF 01.083.200/0001-18 | NIRE 33.300.266.003

MATERIAL FACT

Neoenergia S.A. ("Neoenergia" or "Company"), a publicly-held company, registered with the CNPJ/MF under No. 01.083.200/0001-18, in compliance with Federal Law No. 6,404, of December 15th, 1976, as amended, and CVM Resolution No. 44, of August 23rd, 2021, hereby informs its shareholders and the market in general that the Company, EDF Brasil Holding S.A. ("EDF") and STOA S.A. ("STOA") was signed a Purchase and Sale Contract of Shares and Other Covenants ("Purchase and Sale Agreement") on this date.

According to the Purchase and Sale Agreement, the Company will sell to EDF and STOA (or to a company controlled by them) all the shares of the capital stock of Geração Céu Azul S.A. ("GCA"), which holds a 70% (seventy percent) stake in the Consórcio Empreendedor Baixo Iguaçu ("CEBI"). CEBI operates the Baixo Iguaçu Hydroelectric Power Plant, located in Paraná, with an installed capacity of 350 MW and 172 MWm of assured energy (245 MW and 120 MWm for 70%, respectively).

The transaction has an Enterprise Value of R\$ 1,430 million for 100% of GCA shares. The price is subject to usual adjustments in this type of transaction, including the correction for the variation of the CDI from June 30th, 2024 until the *Closing* date.

The completion of the transaction is subject to certain usual precedent conditions to this type of transaction, including approval by the Administrative Council for Economic Defense (CADE), competition authorities with jurisdiction over the parties, the National Electric Energy Agency ("Aneel") and GCA's financing agents. The transaction is also subject to the potential exercise of the right of first refusal by Copel Geração e Transmissão S.A., which holds the remaining stake in CEBI.

This transaction reinforces the Company's asset rotation strategy, focused on portfolio optimization with value creation, capital discipline and simplification of its structure.

Rio de Janeiro, February 5th, 2025**Leonardo Pimenta Gadelha**

Chief Financial and Investor Relations Officer