



## CESP - COMPANHIA ENERGÉTICA DE SÃO PAULO

*Publicly-Held Company*

CNPJ No. 60.933.603/0001-78

NIRE no. 35.300.011.996 | CVM Code 02577

### MATERIAL FACT

**CESP – COMPANHIA ENERGÉTICA DE SÃO PAULO** (“Company”), hereby informs that, on the meeting held on this date, the Company's Board of Directors approved the constitution of the Independent Special Committee (“Committee”), in compliance with the provisions set forth in the Brazilian Securities and Exchange Commission (“CVM”) Opinion No. 35, which will have the function of negotiating a corporate reorganization proposed in a non-binding manner by Votorantim S.A. and Canada Pension Plan Investment Board, for the merger of the Company's shares by VTRM Energia Participações S.A., as per the Material Fact published on October 18th, 2021, and submit its recommendations to the Board of Directors.

The Company's Board of Directors resolved on the constitution of the Committee composed of: (a) an administrator chosen by the majority of the Board of Directors; (b) a director elected by the non-controlling shareholders; and (c) a third party, administrator or not, chosen jointly by the other two members, and the Committee will be composed of the following members:

- a. **Ms. Glaisy Peres Domingues**, a member of Company' Board of Directors, as a member of the Committee elected by the Board of Directors;
- b. **Mr. Felipe Dutra Cançado**, an independent member of Company's Board of Directors, elected to occupy this position in a separate vote, without the participation of the controlling shareholder, by holders of preferred shares, as a member of the Committee appointed by non- controllers;
- c. **Mr. Fernando Fontes Iunes**, as an independent non-management member of the Company, appointed, by mutual agreement, by the directors and members of the Committee, Ms. Glaisy Peres Domingues and Mr. Felipe Dutra Cançado.

Ms. Glaisy Peres Domingues has a degree in Accounting Sciences at UFF - Universidade Federal Fluminense, an MBA in Economics and Corporate Law at FGV and another MBA in Finance at Insper. Ms. Glaisy has more than 25 years of experience in the tax and financial areas and has been working for the Votorantim group for 17 years, having held various roles in the holding and in investees, currently serves as Director of



Votorantim SA and serves as a member of the Board of Administration of some investee companies of the Votorantim group.

Mr. Felipe Dutra Cançado has a degree in production engineering from the Federal University of Rio de Janeiro – UFRJ. Mr. Felipe is a founding partner of Squadra Investimentos – Gestão de Recursos Ltda. and Squadra Investments – Gestão de Recursos Ltda., an independent management companies, responsible for managing equity investment funds and managed portfolios of investors residing abroad, established in 2007.

Mr. Fernando Fontes lunes is one of the founding partners of EB Capital, a Private Equity management company, member of the Board of Directors of Gerdau SA, Metalúrgica Gerdau SA, M. Dias Branco SA and Banco ABC Brasil SA Mr. lunes was partner and executive director responsible for the global area of Investment Banking at Banco Itaú BBA SA from 2010 to 2015, a period in which he helped to establish a leading Investment Banking platform in Latin America, with activities in Brazil, Argentina, Chile, Colombia, Peru and Mexico. Previously, Mr. lunes held various positions at Banco Itaú BBA S.A., in Brazil and in the United States. During this entire period, he participated in some of the main capital market transactions, mergers, acquisitions and corporate reorganizations carried out in the region. In 2016 and 2017, Mr. lunes was a Harvard University fellow in the Advanced Leadership Initiative Program in Cambridge, United States. During the fall of 2017, Mr. lunes was part of the teaching team for the course "Exercising Leadership: The Politics of Change" for the Master's course in Administration and Public Policy at the Harvard Kennedy School of Government.

The minutes of the Board of Directors' Meeting are available for consultation at CVM ([www.gov.br/cvm](http://www.gov.br/cvm)), B3 S.A. ([www.b3.com.br](http://www.b3.com.br)) and Company's Investor Relations website (<https://ri.cesp.com.br/>).

Sao Paulo, October 21st, 2021.

**Mario Bertoncini**

Chief Executive and Investor Relations Officer