



**ENERGISA S/A**  
A Publicly Held Company  
CNPJ/MF 00.864.214/0001-06  
[www.energisa.com.br](http://www.energisa.com.br)

## NOTICE TO THE SHAREHOLDERS

In due accordance with Official Circular CVM/SEP/N.º 2/2020, the Management of Energisa S.A. ("Company"), registered at the Brazilian Securities Commission ("CVM") as a category "A" listed company, hereby announces that it has today received from Mr. **Ronaldo César Coelho**, Brazilian, entrepreneur, ID document (RG) 2.016.698 (IFP/RJ), Taxpayer number (CPF/MF) 109.999.657-00, resident and domiciled in Rio de Janeiro, Rio de Janeiro state, with business address at Rua General Venâncio Flores, 305, conjunto 1002, Leblon, Rio de Janeiro ("Ronaldo"), a noncontrolling shareholder with an interest directly or through investment vehicles of 301,494,664 preferred shares, accounting for 28.48% of the Company's preferred shares, the nomination of his candidates to the Company's Board of Directors for the vacancy addressed by Article 141 (§4, II) of Law 6.404/1976 ("Brazilian Corporation Law"), namely: as SERVING Director Mrs. **Luciana de Oliveira Cezar Coelho**, Brazilian, married, economist, RG no. 37.126.854-0, issued by SSP/SP, Taxpayer number (CPF/MF) 914.155.607-06, resident and domiciled in São Paulo, São Paulo state, with offices at Rua Antonio Afonso, 15, apartamento 91, V. Nova Conceição, São Paulo - SP; and as ALTERNATE Director, Mr. **Pedro Renato Arruda Stevaux**, single, Brazilian, company administrator, RG no. 40.911.858-8, issued by SSP/SP, Taxpayer number (CPF/MF) 344.127.428-81, resident and domiciled at the address Rua Kansas n 1700 - Ap 281 Texas, São Paulo, São Paulo state; to comprise the group of candidates that will participate in the separate election of the members to the Company's Audit Committee to take place at the Annual General Meeting to be held at 10 AM on April 28, 2020. ("AGO 2020").

The details and resumes of the candidates nominated by the aforesaid noncontrolling shareholders, containing the information required in items 12.5 to 12.10 of the Reference Form and the letter received from the Company, comprise this Shareholders' Notice as Appendices I and II, respectively.

Ronaldo also notified the Company that at the 2020 AGM he would request the convocation of the Audit Committee, and would dispute the election of 1 (one) member and respective alternate through the separate voting system established by article 161 (4, "a") of Brazilian Corporation Law. The shareholder Ronaldo will nominate members to the Audit committee and the respective alternate in due course.

Any other non-controlling shareholders wishing to nominate candidates to serve on the Company's Board of Directors and/or Audit Committee may send a written notice to the Company's Investor Relations Department, including the name, full details and summary resume of the nominee, containing the information needed to fill out items 12.5 to 12.10 of the Reference Form, as per Appendix A of CVM Directive 552/14, which amended Schedule 24 of CVM Directive 480/2009, and the copy of a declaration stating there is no impediment on their appointment or declaration that they are capable of signing such instrument.

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Energisa S.A.  
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We lastly point out that under the applicable legislation, the information about the candidates nominated by the Company's controlling shareholders to serve on the Board of Directors and Audit Committee will be available in the management proposal for the 2020 AGM, to be available at the Company's head office, on its website ([ri.energisa.com.br](http://ri.energisa.com.br)), on the website of the Brazilian Securities Commission ([www.cvm.gov.br](http://www.cvm.gov.br)) and the website of B3 ([www.b3.com.br](http://www.b3.com.br)) on March 27, 2020.

Rio de Janeiro, March 10, 2020.

Mauricio Perez Botelho  
CFO and Investor Relations Director

## APPENDIX I

Information set out in items 12.5 to 12.10 of the Reference Form

12.5. For each executive and member of the issuer's audit committee, please specify:

Name: Luciana de Oliveira Cezar Coelho		Date of Birth: 9/15/1966	Management Board: Board of Directors	Date elected: 4/28/2020	Term: until 4/28/2022
CPF: 914.155.607-06	Occupation: Economist	Elective Position Held: Members of the Board of Directors			Date Appointed: 4/28/2020
Appointed by Controlling Shareholder: NO				Other positions or roles held at issuer: N/A	
Criteria used by the issuer to determine independence: Concept of Independent Director according to Company's Bylaws				Number of consecutive terms: 01	

### Professional experience:

Luciana de Oliveira Cezar Coelho is the founding partner and managing director of STS GAEA CAPITAL. Over 20 years' experience in mergers and acquisitions, corporate restructuring, debt issuances, share issuances, corporate renegotiations and private equity investments. Founding partner of STK Capital (variable income asset manager) and consultancy firm VirtusBR Partners. She was previously the director in charge of the sales area of Banco Santander's commercial segment and director of the Industrials and Conglomerates Advisory Group of Banco ABN AMRO. Prior to this she was Vice President of Investment Banking and M&A at Merrill Lynch in Brazil and New York and an associate at Lehman Brothers in Nova York. Members of the Board of Directors of Norte Energia between 2013 and 2015. Luciana has a bachelor's degree in economics from the Federal University of Rio de Janeiro, a master's degree in Economics from the Roman Catholic University of Rio de Janeiro and a Master's Degree and Ph.D. in Economics and Finances from Harvard University.

In the last 5 years the candidate hereby nominated has not incurred:

- (i) any criminal convictions;
- (ii) any conviction in CVM administrative proceedings; and
- (iii) any final and unappealable administrative or judicial conviction which has suspended or disqualified them from pursuing any professional or commercial activity.

In accordance with the political legislation, the candidate is not considered to be a politically exposed person either, and meets the requisites for appointment, as set out in the Company's Executive Compensation and Appointment Policy approved at the Board of Directors' meeting held September 12, 2019.

Name: Pedro Renato Arruda Stevaux		Date of Birth: 8/28/1984	Management Board: Board of Directors	Date elected: 4/28/2020	Term: until 4/28/2020
CPF: 344.127.428-81	Occupation: Company Administrator	Elective Position Held: Board of Directors Alternate Member			Date Appointed: 4/28/2020
Appointed by Controlling Shareholder: No				Other positions or roles held at issuer: N/A	
Criteria used by the issuer to determine independence: Concept of Independent Director according to Company's Bylaws				Number of consecutive terms: N/A	

#### Professional experience:

Born in August 1984, graduated in Business Management at FGV-EAESP, a partner of STS GAEA Capital, he has over 10 years' experience in financial markets. Before joining GAEA's team, he worked at financial institutions including Merrill Lynch, Deutsche Bank and Lazard, having worked on mergers and acquisitions and restructurings in the oil and gas, infrastructure, health care and financial institutions sectors.

In the last 5 years the candidate hereby nominated has not incurred:

- (i) any criminal convictions;
- (ii) any conviction in CVM administrative proceedings; and
- (iii) any final and unappealable administrative or judicial conviction which has suspended or disqualified them from pursuing any professional or commercial activity.

In accordance with the political legislation, the candidate is not considered to be a politically exposed person either, and meets the requisites for appointment, as set out in the Company's Executive Compensation and Appointment Policy approved at the Board of Directors' meeting held September 12, 2019.

**12.6. In relation to each of the people serving as a member of the board of directors or oversight board in the last year, provide a table stating the percentage attendance of meetings held by the respective board in the same period, that have occurred after they were appointed:**

Name	Number of meetings held by the respective board since appointment
CPF	Percentage interest in meetings after appointment
Luciana de Oliveira Cezar Coelho	31
914.155.607-06	00%
Pedro Renato Arruda Stevaux	ZERO
344.127.428-81	ZERO

The candidate has not attended any meetings in their previous term as they were an alternate member for a serving member who attended more meetings in the period.

**12.7. Provide the information mentioned in item 12.5 regarding the members of the statutory committees, and the audit, risk, financial and compensation committees, even if these committees or structures are not statutory:**

Not applicable.

**12.8. In relation to each of the people serving as a member of the statutory committees, and the audit committees, risk, financial and compensation committees, even if these committees or structures are not statutory, provide a table stating the percentage attendance of meetings held by the respective board in the same period, that have occurred after they were appointed:**

Not applicable.

**12.9 Inform the existence of marital relationship, common law marriage or relation to the second-degree:**

None.

**12.10. Subordination:**

There was no relationship of subordination, provision of services or control maintained in the past 3 financial years between the candidate hereby nominated and any of the Company's direct or indirect subsidiaries.

There was no relationship of subordination, provision of services or control maintained in the past 3 financial years between the candidate hereby nominated and any of the Company's direct or indirect parent companies.

There was no relationship of subordination, provision of services or control maintained in the past 3 financial years between the candidate hereby nominated and any suppliers, clients, debtors or creditors of the Company, its subsidiaries or parent companies, or any of their subsidiaries.

## APPENDIX II

Rio de Janeiro, March 9, 2020.

To  
**Energisa S.A.** ("Company")  
Praça Rui Barbosa. n° 80 Centro, Cataguases - MG

Attn.:  
**Mr. Ivan Müller Botelho**

Chairman of the Board of Directors of Energisa S.A. C/C  
**Mr. Mauricio Perez Botelho**  
CFO and Investor Relations Director

*Re.: Nomination of candidates to the Company's Board of Directors and request to convene the Audit Committee*

Dear Sirs,

**RONALDO CEZAR COELHO**, Brazilian, married, entrepreneur, ID (RG) no. 2.016,698 (IFP/RJ) and Taxpayer Number (CPF/MF): 109.999.657-00, resident and domiciled in Rio de Janeiro, Rio de Janeiro state, with business address at Rua General Venâncio Flores, 305, conjunto 1002, Leblon, Rio de Janeiro, ("Ronaldo"), as the holder directly or through investment vehicles of 301,494,664 preferred shares of the Company, accounting for 28.48% of the Company's preferred shares (Appendix 1) hereby requests the following:

to nominate his candidates to the Company's Board of Directors for the vacancy addressed by Article 141 (§4, II) of Law 6.404/1976 ("Brazilian Corporation Law"), as **SERVING** Director Mrs. **Luciana de Oliveira Cezar Coelho**, Brazilian, married, economist, RG no. 37.126.854-0, issued by SSP/SP, Taxpayer number (CPF/MF) 914.155.607-06, resident and domiciled in São Paulo, São Paulo state, with offices at Rua Antonio Afonso, 15, apartamento 91, V. Nova Conceição, São Paulo – SP; and as **ALTERNATE**, Mr. **Pedro Renato Arruda Stevaux**, single, Brazilian, company administrator, RG no. 40.911.858-8, issued by SSP/SP, Taxpayer number (CPF/MF) 344.127.428-81, resident and domiciled at the address Rua Kansas n 1700 – Ap 281 Texas, São Paulo, São Paulo state; both considered to have met the requirements necessary to serve as Independent Directors.

The nominees are intended to comprise the group of NCI candidates that will participate in the separate election of the members to the Company's Board of Directors to take place at the Annual General Meeting to be held on April 28, 2020.

We therefore request that in order to afford this nomination due transparency, the names hereby recommended be afforded the same disclosure as those appointed by management and/or controlling shareholders, by including the aforesaid names in the Company's Management proposal to be disclosed on March 27, 2020.

Ronaldo hereby presents his resume containing the professional experience of the aforesaid candidates (Appendix 2). Lastly note that neither of the aforesaid nominees (i) have ever been convicted criminally in CVM administrative proceedings; or in any other criminal, administrative or judicial conviction which has suspended or disqualified them from pursuing any professional and/or commercial activities; (ii) have any marital relationship, common law marriage or second-degree relations that meet the requisites listed in item 12.9 of the Reference Form; (iii) do not have any relationship of subordination, provision of services or control maintained in the past three financial years, that meet the requisites listed in item 12.10 of the Reference Form; (iv) meet the impeccable reputation requirement; (v) neither have nor represent interests that conflict with the Company's; (vi) are not politically exposed persons, as defined in the applicable regulations; and (vii) meet the requisites for appointment, as set out in the Company's Executive Compensation and Appointment Policy approved at the Board of Directors' meeting held September 12, 2019.

I also inform you that at the Annual General Meeting scheduled for April 28, 2020 I will request the convocation of the Company's Audit Committee, and will dispute the election of 1 (one) member and respective alternate through the separate voting system established by article 161 (4, "a") of Brazilian Corporation Law.



The members to the Audit committee and the respective alternate will be nominate in due course.

Should you have any queries or require any further information please contact Mr. Luiz Paulo Amorim on (21) 3206-5810 or at the e-mail [lpamorim@multiplicinvest.com](mailto:lpamorim@multiplicinvest.com).

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## APPENDIX 1

Table showing direct and indirect interests in the Company's share capital held by Ronaldo, FIA Samambaia et al:

Ronaldo Group	CPF/CNPJ	AMOUNT PF	% PF
Ronaldo Cezar Coelho	109.999.657-00	15,927,000.00	1.50%
Samambaia Master FIA	10.643.191/0001-63	264,012,488.00	24.94%
STK ONE FIA	24.669.288/0001-30	21,555,176.00	2.04%
Totals		<b>301,494,664.00</b>	<b>28.48%</b>



## APPENDIX 2

### Summary Resumes of Nominated Candidates

#### **Luciana de Oliveira Cezar Coelho**

Date of Birth: 9/15/1966

Economist. Founding partner and managing director of STS GAEA CAPITAL. Over 20 years' experience in mergers and acquisitions, corporate restructuring, debt issuances, share issuances, corporate renegotiations and private equity investments. Founding partner of STK Capital (variable income asset manager) and consultancy firm VirtusBR Partners. She was previously the director in charge of the sales area of Banco Santander's commercial segment and director of the Industrials and Conglomerates Advisory Group of Banco ABN AMRO. Prior to this she was Vice President of Investment Banking and M&A at Merrill Lynch in Brazil and New York and an associate at Lehman Brothers in Nova York. Members of the Board of Directors of Norte Energia between 2013 and 2015. Luciana has a bachelor's degree in economics from the Federal University of Rio de Janeiro, a Master's Degree in Economics from the Roman Catholic University of Rio de Janeiro and a Master's Degree and Ph.D. in Economics and Finances from Harvard University. In accordance with the political legislation, the candidate is not considered to be a politically exposed person.

#### **Pedro Renato Arruda Stevaux**

Date of Birth: 8/28/1984

Graduated in Business Management at FGV-EAESP, a partner of STS GAEA Capital, he has over 10 years' experience in financial markets. Before joining GAEA's team, he worked at financial institutions including Merrill Lynch, Deutsche Bank and Lazard, having worked on mergers and acquisitions and restructurings in the oil and gas, infrastructure, health care and financial institutions sectors.