

## ENERGISA S.A.

CNPJ 00.864.214/0001-06

### MATERIAL FACT

- Acquisition of Companhia de Gás do Estado do Espírito Santo – ES Gás -

Pursuant to article 157 (4) of Law 6.404 of December 15, 1976, as amended ("Brazilian Corporation Law"), and CVM Resolution 44 of August 23, 2021 ("CVM Resolution 44/21"), Energisa S.A. ("Energisa" or "Company") hereby announces that today the Company has prevailed at the auction held today in accordance with the rules set out in auction notice 01/2023 ("Notice"), to acquire a single batch of (i.a) 493,691,410 (four hundred ninety-three million six hundred ninety-one thousand four hundred ten) registered common shares with no par value; e (i.b) 142,474,400 (one hundred forty-two million four hundred seventy-four thousand four hundred) registered preferred shares with no par value; in Companhia de Gás do Estado do Espírito Santo – ES Gás, Tax Identification Number (CNPJ) 34.307.295/0001-65 ("Es Gás"), accounting for 100% (one hundred percent) of the total share capital of ES Gás ("Acquisition").

ES Gás holds the concession for piped gas services and other related and similar activities for use by the entire consumer market, whether as a raw material, for energy generation, or for other purposes and uses enabled by technological advances in Espírito Santo state, with the concession period lasting until 2045.

ES Gás operates in the residential, commercial, industrial, automotive, air conditioning, cogeneration and thermal power segments, serving more than 74,000 customers in Espírito Santo state.

The table below summarizes ES Gás' core performance indicators for the last two social years:

Performance	Unit	2021	2022	Change
Volume distributed	thousand m <sup>3</sup> / day	2.690	2.218	-18%
Grid size	km	475	519	9%
Customer list	UC	70.608	75.785	7%
Billing	R\$ 000	2.100.938	2.613.327	24%
Distribution margin	R\$ 000	168.678	205.113	22%
Gross margin	R\$ 000	197.084	253.160	28%
Operating expenses	R\$ 000	76.569	78.583	3%
EBITDA	R\$ 000	156.123	203.550	30%
Net income	R\$ 000	98.142	147.041	50%
Gross debt	R\$ 000	-	22.903	-
Cash and cash equivalents	R\$ 000	107.361	186.040	73%
Investment	R\$ 000	14.760	44.653	203%
Equity	R\$ 000	704.706	745.585	6%

Source: ES Gás Integrated Report 2022

The Acquisition price value is R\$ [state price], to be paid in cash upon the signing of the Purchase and Sale Agreement, as provided in the Notice. As provided in the Notice, the sellers will also be entitled to dividends to be determined up to the signing of said contract.

Consummation of the Acquisition is subject to regulatory approval from the Brazilian Antitrust Authority ("CADE").

The Acquisition places the Company in the gas distribution sector, a major pathway for the country's energy transition.

The Acquisition is aligned with Energisa's strategy of diversifying its portfolio into a new segment with high growth potential in the coming years and operational and administrative synergies with the Energisa Group's other lines of business.

The Acquisition demonstrates Energisa's success in identifying new opportunities and efficiently allocating capital, bolstering its strategic position as a new player in the gas distribution sector and creating new opportunities to create value for its shareholders.

For the purpose of article 256 of Brazilian Corporation Law, the company clarifies that the Acquisition will be submitted to the appreciation of the General Meeting, to be called in due course, in accordance with the applicable law ("General Meeting"). The General Meeting's decision regarding the Acquisition will not entitle shareholders to any right of withdrawal, pursuant to article 256 (2) of Brazilian Corporation Law.

Energisa reaffirms its commitment to providing suitable information to its shareholders and the market and will keep the market and its shareholders promptly and duly informed about subsequent developments under the Acquisition.

Energisa lastly informs that it will hold a videoconference with investors and the general market to specifically discuss the Acquisition on April 03, 2023, at 9:00 am (Brasília time).

Click [here](#) to access the Videoconference.

Cataguases, March 31, 2023.

**Maurício Perez Botelho**

Financial and Investor Relations Officer