

ENEVA S.A.

General Taxpayer's Registry (CNPJ/ME) No. 04.423.567/0001-21

State Registration Number (NIRE) No. 33.3.0028402-8

Publicly-Held Company

**MINUTES OF THE BOARD OF DIRECTORS' MEETING
HELD ON MARCH 11, 2022**

I. DATE, TIME AND VENUE: On March 11, 2022, at 7 p.m., at the registered office of ENEVA S.A. ("Company"), located in the City of Rio de Janeiro, State of Rio de Janeiro, at Praia de Botafogo, No. 501, Bloco I, 4th and 6th floors, Botafogo, Zip Code 22250-040.

II. ATTENDANCE: Pursuant to article 14, main heading of the By-laws, all the acting members of the Board of Directors are attending this Meeting, to wit: Jerson Kelman, Henri Philippe Reichstul, Renato Antônio Secondo Mazzola, Marcelo Pereira Lopes de Medeiros, Guilherme Bottura, Felipe Gottlieb and Elena Landau.

III. BOARD: Mr. Jerson Kelman, Chairman; and Mr. Thiago Freitas, Secretary.

IV. CALL NOTICE: Call notice sent pursuant to the terms of article 14, paragraph 2 of the Company's By-laws.

V. AGENDA: The members of the Board of Directors of the Company met to: **(i)** confirm the implementation (or waiver, as the case may be) of the Transaction's conditions precedent as set and defined in the "Private Instrument of Protocol and Justification of Merger of Focus Energia Holding Participações S.A. by Eneva II Participações S.A., followed by the Merger of Eneva II Participações S.A. by Eneva S.A.", signed on January 3, 2022 between Focus Energia Holding Participações S.A., Eneva II Participações S.A., the Company and their respective directors ("Protocol and Justification"); **(ii)** confirm the amount for the Insured Installment of the Redemption Amount, as defined in the Protocol and Justification; **(iii)** confirm the Closing Date and acknowledge the effectiveness and consummation of the Transaction as defined in the Protocol and Justification; and **(iv)** provide the authorization to the directors to undertake every action required to fulfill the resolutions above.

VI. RESOLUTIONS: After the examination and discussion of the matters and the analysis of the documentation submitted, the members voted unanimously and without any restrictions whatsoever to approve the following resolutions:

(i) Confirm the implementation (or waiver, as the case may be) of the Transaction's conditions precedent;

(ii) Confirm the amount for the Insured Installment of the Redemption Amount, as defined in the Protocol and Justification, in the amount of seven hundred and fifteen million Reais (R\$ 715,000,000.00), which shall be adjusted by the positive variation of the CDI index from December 15, 2021, to the last business day immediately prior to the date of effective payment, expected for March 21, 2022:

(iii) In view of the implementation of the Transaction's conditions precedent, confirming the Closing of the Transaction on this date and acknowledge the effectiveness and consummation of the Transaction as defined in the Protocol and Justification;

(iii.i) Record the Transaction has been approved by the shareholders of the Company, Focus and Holding during extraordinary general meetings held on February 4, 2022 ("EGMs");

(iii.ii) Record the Focus' shareholder with two hundred (200) common shares and with no par value has exercise its respective right of dissent;

(iii.iii) Record that the Merger of Focus and the Merger of Holding will henceforth produce the following effects as of this date:

(a) with the implementation of the merger of Focus by Holding, the Focus' shareholders will receive one (1) new common share and one (1) new preferred mandatorily redeemable share issued by Holding per each one (1) registered, common book-entry share with no par value issued by Focus in its entirety, so that as of this date Focus will be extinguished and succeeded by Holding under universal title over all the Focus' rights and obligations, under the terms of articles 227 et seq of the Brazilian Corporation Law;

(b) in view of the exercise of right of dissent, Holding will issue a total of 179,309,312 new shares, with 89,654,656 being New Shares ON Holding and 89,654,656 being New Shares PN Holding, as defined in the Protocol and Justification;

(c) likewise, with the implementation of the Merger of Holding and in view of the exercise of right of dissent informed above, the Holding's shareholders will receive 0.189616476806 new registered common shares and with no par value issued by the Company for each one (1) registered, common book-entry share with no par value issued by Focus in its entirety, amounting to a total of seventeen million (17,000,000) new registered, common book-entry shares with no par value of the Company, so that as of this date Holding will be extinguished and succeeded by

Eneva under universal title over all the Holding's rights and obligations, under the terms of articles 227 et seq of the Brazilian Corporation Law.

(iii.iv) Record that after the consummation of the Transaction, the Company will have increased its authorized capital stock in one hundred and ten million, one hundred and nineteen thousand, nine hundred and thirty-six reais and fifty-four cents (R\$ 110,119,936.54) upon issuing seventeen million (17,000,000) new registered, common book-entry shares with no par value, thereby amending the article 5 of the Company's By-laws as approved in the Company's EGM.

(iv) authorize the Company's directors to undertake every action and measure required for the Transaction's consummation.

VII. CLOSING: There being no further business to come before the meeting, the Chairman ended the meeting and suspended the works for the time necessary to draw up these Minutes, which were read to all those attending, who approved and signed.

Board: Chairman: Jerson Kelman; Secretary: Thiago Freitas; **Directors:** Jerson Kelman, Henri Philippe Reichstul, Renato Antônio Secondo Mazzola, Marcelo Pereira Lopes de Medeiros, Guilherme Bottura, Felipe Gottlieb and Elena Landau.

- This instrument is a statement of Minutes of the Board of Directors' Meeting of Eneva S.A., held on March 11, 2022, at 7 p.m., drawn up in the proper book.

Rio de Janeiro, March 11, 2022

Thiago Freitas
Secretary