



ENEVA S.A.

Publicly-held Company – CVM Registry No. 21237
General Taxpayer's Registry (CNPJ/ME) No. 04.423.567/0001-21
State Registration Number (NIRE) No. 3330028402-8

STATEMENT ON THE LACK OF QUORUM IN 1ST CALL OF THE GENERAL MEETING OF DEBENTURE HOLDERS OF THE 3RD (THIRD) SERIES THE 2ND (SECOND) ISSUANCE OF SIMPLE DEBENTURES, NON-CONVERTIBLE INTO SHARES, UNSECURED, IN THREE SERIES, FOR PUBLIC DISTRIBUTION WITH RESTRICTED EFFORTS OF ENEVA S.A., HELD ON JULY 19, 2022 ("STATEMENT ON THE LACK OF QUORUM")

- 1. DATE, TIME AND VENUE:** Held on July 19, 2022, at 03:00 p.m., exclusively by digital means, through "Zoom" platform, Coordinated by Eneva S.A. ("Company" or "Issuer"), located in the city of Rio de Janeiro, state of Rio de Janeiro, at Praia de Botafogo, No. 501, block I, 4th and 6th floors, Botafogo, pursuant to the terms of articles 71 and 124, paragraph 2-A, of Law No. 6.404, dated December 15, 1976, as amended ("Brazilian Corporate Law") and the Resolution of the Brazilian Securities and Exchange Commission ("CVM") No. 81, dated March 29, 2022, as amended ("CVM Resolution No. 81").
- 2. CALL NOTICE:** Called pursuant to the terms of articles 71 and 124 of the Brazilian Corporate Law, of the CVM Resolution No. 81, and Clause 10.2 of the *"Private Indenture of the 2nd (Second) Issuance of Simple Debentures, Non-convertible into Shares, in Three Series, for Public Distribution with Restricted Efforts of Eneva S.A."*, executed on May 14, 2019, between the Issuer and Pentágono S.A. Distribuidora de Títulos e Valores Mobiliários, as amended on May 27 and 29, 2019 ("Deed of Indenture", "Issuance" and "Trustee", respectively), upon publishing the call notice on the issues dated July 28, 29 and 30, 2022 of the printed and digital versions of the "Monitor Mercantil" newspaper.
- 3. ATTENDANCE:** The debenture holders of 11.61% (eleven point sixty-one percent) of the outstanding debentures of the 3rd (third) series from the 2nd (Second) Issuance of Simple Debentures, Non-convertible into Shares, in Three Series, for Public Distribution with Restricted Efforts of Issuer ("Debenture Holders" and "Debentures", respectively). The Trustee and the representative(s) of the Issuer also attended.
- 4. BOARD:** Chair: Mr. Marcelo Campos Habibe. Secretary: Mr. Eduardo Diniz Alves Pereira.
- 5. AGENDA:** Resolve on:



I. Pursuant to the terms of the Clauses 10.4.1 and 10.4.5. of the Deed of Indenture, upon request from the Company to the Debenture Holders for:

- a) prior consent to adjust the EBITDA definition (as defined by the Clause 7.2.1 of the Deed of Indenture) to assess the Financial Index (as defined by the Clause 7.2, item (xii) of the Deed of Indenture), pursuant to the terms provided by the Management Proposal, available on the respective websites of the Trustee (<https://www.pentagonotrustee.com.br>), the Company (<https://ri.eneva.com.br/>) and the CVM (<https://www.gov.br/cvm/pt-br>) ("Management Proposal");
- b) prior consent for waiver so the failure to follow the Financial Index from June 30, 2022 to June 30, 2024 is not deemed an Event of Default (as defined by the Clause 7.2, item (xii) of the Deed of Indenture) but provided such index assessed for the mentioned term is not higher than the maximum limits set by the Management Proposal and that the extraordinary premium has been paid by the Company to the Debenture Holders in amount equivalent to 0.125% (zero point one hundred and twenty-five) flat, incidental on the Unit Par Value or the balance of the Unit Par Value of the Debenture, to be due every quarter the Financial Index is higher than 4.50 (four point fifty) but lower than the maximum Financial index approved; and
- c) prior consent to undertake any of the following operations, regardless of the counterparties of the Company involved: (1) spin-off of the Company, in which the separate portion contains only Coal Assets; (2) spin-off the Company, in which the separate portion contains only shareholding in the Issuer's subsidiaries which main activity (direct or indirect, through other means) is related to Coal Assets; (3) merger or merger of shares by any third-party company not belonging to the Company's economic group, the Company's subsidiaries which main activity (direct or indirect, through other means) is exclusively related to Coal Assets (jointly referred as "Corporate Restructuring Allowed - Coal"); or (4) reduction of the Company's capital stock exclusively through a Corporate Restructuring Allowed - Coal so that they are expressly approved as of now or capital reduction exclusively for reason of Corporate Restructuring Allowed - Coal;

II. authorization for the Trustee to work along with the Company towards any acts that may be required to reflect the resolutions taken according to the item I above; and



III. ratification of the acts already undertaken by the Trustee along with the Company and/or other legal representatives of the Company pursuant to the aforementioned provisions.

6. LACK OF QUORUM IN 1ST CALL: If the minimum quorum for the meeting is not reached, according to the Clause 10.3.1 of the Deed of Indenture, then this Meeting cannot be held. Therefore, the Issuer shall follow the procedures required for a 2nd call.

The parties agree that any statements from the parties concerning their decisions will be assumed as true upon their digital signature along with (i) the process of certification provided by the Brazilian Public Key Infrastructure ICP-Brasil) or (ii) other means to prove the full and true content of the document in an electronic format, provided that accepted as valid by the parties or the person the document has been submitted to, as provided by the article 10 and its paragraphs of the Provisional Measure No. 2200 of August 24, 2001, in force in Brazil, acknowledging any agreement could be registered in an electronic and digital format and be deemed as valid and effective. As provided above, this instrument as well any other related instruments may be digitally signed by electronic means, if necessary, as provided by this paragraph.

Any terms in capital initial letters used in this Statement on the lack of quorum not expressly defined herein will have the meaning given to them by the Deed of Indenture.

IV. CLOSURE: All matters having been duly addressed, this Statement on the lack of quorum was prepared and after being and found to be in order, it was signed by the Chairman, the Secretary, the Issuer and the Trustee. Pursuant to the article 76, paragraph 2 of the CVM Resolution No. 81, the Chairman of the Board confirms the attendance of the Debenture Holders, releasing them from signing this instrument.

Rio de Janeiro, July 19, 2022.



Board:

Name: Marcelo Campos Habibe

CPF: 052.949.797-21

Chairman

Name: Eduardo Diniz Alves Pereira

CPF: 062.629.214-00

Secretary



Signature Page of the Statement on the lack of quorum in First Call of the General Meeting of Debenture Holders of the 3rd (Third) Series of the 2nd (Second) Issuance of Simple Debentures, Non-convertible into Shares, in Three Series, For Public Distribution with Restricted Efforts of Eneva S.A., held on July 19, 2022.

in the capacity of Issuer:
ENEVA S.A.

Name: Marcello Carvalho
Position: Proxy
CPF: 088.791.157-90

Name: Marcelo Campos Habibe
Position: Chief Financial Officer and Investor
Relations Officer
CPF: 052.949.797-21



Signature Page of the Statement on the lack of quorum in First Call of the General Meeting of Debenture Holders of the 3rd (Third) Series of the 2nd (Second) Issuance of Simple Debentures, Non-convertible into Shares, in Three Series, For Public Distribution with Restricted Efforts of Eneva S.A., held on July 19, 2022.

in the capacity of Trustee
PENTÁGONO S.A. DISTRIBUIDORA DE TÍTULOS E VALORES MOBILIÁRIOS LTDA.

Name: Caio Junqueira Fabrino

Position: Proxy

CPF: 442.054.688-30



EXHIBIT I

List of Attendance of the Statement on the lack of quorum of the General Meeting of Debenture Holders of the 3rd (Third) Series of the 2nd (Second) Issuance of Simple Debentures, Non-convertible into Shares, in Three Series, For Public Distribution with Restricted Efforts of Eneva S.A., held on July 19, 2022.

Debenture Holders represented by XP Investimentos CCTVM S/A, enrolled with CNPJ under No. 02.332.886/0001-04 (represented by its proxy, Lucas Genoso – CPF 396.147.498-22):

**SCORPIO FUNDO DE INVESTIMENTO MULTIMERCADO CRÉDITO PRIVADO
INSTRUMENTO NO EXTERIOR
ANTONIO CARLOS MACHADO CARDÃO
MARCELLO KLUG VIEIRA
RICARDO CAMPELO TREVI DE ALMEIDA
FERNANDO BAGNOLI
PHILIP PORR
WILSON ROBERTO FERRI
FERNANDO A C F DE VASCONCELLOS
PAULO MARCELO RODRIGUES COLOMBAROLLI
BRUNA RODRIGUES COLOMBAROLLI
MILTON SATORU HANAYAMA
ANGELA LEAL FAORO
PAULO SERGIO CRUZ DORTAS MATOS
MARCIO HONORIO DE OLIVEIRA E SILVA
FREDERICO OSANAM BAMBIRRA
TEODORO ALVARES DA SILVA CAMPOS
RAFAEL GOMES LANA CAMARA
PATRICIA PASSOS
RODRIGO PROSDOCIMI LACERDA DE OLIVEIRA
SERGIO SOARES VILELA
PAULO LOPES CANCADO
AF DEBENTURES INCENTIVADAS FUNDO DE INVESTIMENTO EM INFRAESTRUTURA
RENDA FIXA
XP INVESTIMENTOS CCTVM S/A
PAULO JOSÉ MENDES PASSOS
LUCIANO AMARAL ALVARENGA
DALCIDES MICHELATO FL**



Debenture Holders represented by Votorantim Asset Management DTVM Ltda., enrolled with CNPJ under No. 03.384.738/0001-98 (represented by Ricardo José Gimenez - OAB/SP No. 151.824):

**BV PLUS RENDA FIXA FUNDO INCENTIVADO DE INVESTIMENTO EM INFRAESTRUTURA
BV ATUARIAL MULTIMERCADO CRÉDITO PRIVADO FUNDO DE INVESTIMENTO
FIDC VOTORANTIM CRÉDITO CORPORATIVO**

Debenture Holders represented by Sparta Administradora de Recursos Ltda., enrolled with CNPJ under No. 72.745.714/0001-30 (represented by Vitor Nagata – CPF 330.913.998-00):

**SPARTA INFLAÇÃO MASTER FUNDO INCENTIVADO DE INVESTIMENTO EM
INFRAESTRUTURA RENDA FIXA
SPARTA MASTER A FUNDO INCENTIVADO DE INVESTIMENTO EM INFRAESTRUTURA
RENDA FIXA**

Debenture Holders represented by Quasar Asset Management Ltda., enrolled with CNPJ under No. 14.084.509/0001-74 (represented by Bruno Gonçalves – CPF 084.370.159-52):

QUASAR FUNDO INCENTIVADO DE INVESTIMENTO EM INFRAESTRUTURA RENDA FIXA

Debenture Holders represented by BRZ Investimentos Ltda., enrolled with CNPJ under No. 02.888.152/0001-06 (represented by Larissa Marrocos Resende Villar – CPF 063.005.516-52):

**DESTERRO FUNDO DE INVESTIMENTO RENDA FIXA CRÉDITO PRIVADO
BANESES CRÉDITO PRIVADO FUNDO DE INVESTIMENTO RENDA FIXA
METRUS 1 FUNDO DE INVESTIMENTO RENDA FIXA CRÉDITO PRIVADO
BR2 FUNDO DE INVESTIMENTO RENDA FIXA CRÉDITO PRIVADO
SABESPREV CRÉDITO PRIVADO PPM FUNDO DE INVESTIMENTO RENDA FIXA**

Debenture Holders represented by BB Gestão de Recursos Distribuidora de Títulos and Valores Mobiliários S.A., enrolled with CNPJ under No. 30.822.936/0001-69 (represented by Flávio Mattos – CPF 008.553.037-94):

**BB PRIMORDIUM RENDA FIXA FUNDO INCENTIVADO DE INVESTIMENTO EM
INFRAESTRUTURA
BB ITAJU RENDA FIXA FUNDO INCENTIVADO DE INVESTIMENTO EM INFRAESTRUTURA
BB TOP RENDA FIXA FUNDO INCENTIVADO DE INVESTIMENTO EM INFRAESTRUTURA**



Debenture Holders represented by Butiá Gestão de Investimentos Ltda., enrolled with CNPJ under No. 22.899.452/0001-90 (represented by Marianne dos Santos Moraes – CPF 076.181.016-12):

BUTIA DEBENTURES FUNDO INCENTIVADO DE INVESTIMENTO EM INFRAESTRUTURA RENDA FIXA LONGO PRAZO

Debenture Holders represented by Plural Gestão de Recursos Ltda, enrolled with CNPJ under No. 11.397.672/0002-80 (represented by Alexandre Thiedi Donini – CPF 342.778.668-94 and Rafael Zlot – CPF 023.987.517-67):

**BRASIL PLURAL MASTER TFO FUNDO INCENTIVADO DE INVESTIMENTO EM INFRAESTRUTURA RENDA FIXA CP
PLURAL MASTER II DEBENTURES INCENTIVADAS CRÉDITO PRIVADO FUNDO DE INVESTIMENTO MULTIMERCADO
PLURAL DEBENTURES INCENTIVADAS HEDGE CRÉDITO PRIVADO MASTER FUNDO DE INVESTIMENTO MULTIMERCADO**

Debenture Holders represented by AF Invest Administração de Recursos Ltda, enrolled with CNPJ under No. 03.226.533/0001-84 (represented by Stefan von Broesigke Castro – CPF 107.880.517-25):

AF DEBÊNTURES INCENTIVADAS FI-INFRA RF

Individual debenture holder, voting by e-mail:

RONNIE ALONSO DIETRI – CPF 006.466.628 - 05