

# Aegea is One of the Largest Sanitation Players in Brazil

Serving more than 33 million people in 766 municipalities





#### Scale

+33 million people served

13.8 million households served



Geographically diversified portfolio across Brazil

766 cities with population from 1.8 thousand to 6.2 million

Operations across 15 Brazilian states



## **Assets under management**

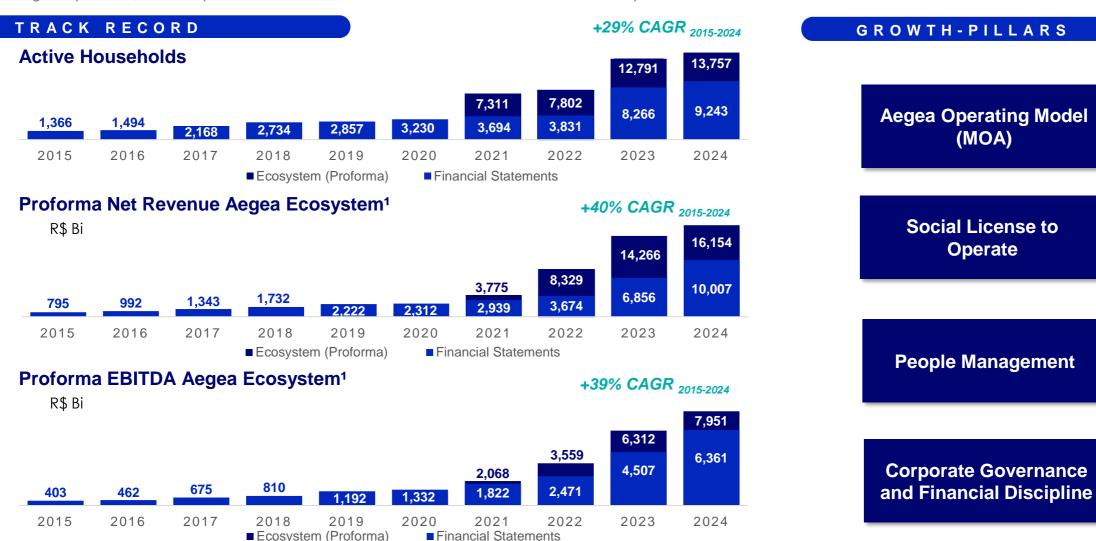
+370 water & sewage concessions and sewage PPPs

31 years average term of contract

<sup>1 -</sup> The Proforma EBITDA of the Aegea Ecosystem is composed of (i) the sum of (a) the Adjusted EBITDA of Aegea itself, (b) the Adjusted EBITDA of the affiliate Águas do Rio 1 SPE S.A. ("Águas do Rio 1"), (c) the Adjusted EBITDA of the affiliate Águas do Rio 4 SPE S.A. ("Águas do Rio 4" and, together with Águas do Rio 1, "Águas do Rio"), and (d) the EBITDA of the affiliate Parsan S.A. ("Parsan"); and (ii) the exclusion of (a) equity income from Águas do Rio and Parsan in Aegea, (b) dividends declared by Águas do Rio, (c) results (revenues minus costs) from engineering services provided by Aegea to Águas do Rio 1 and Águas do Rio 4, and (d) equity income of Companhia Riograndense de Saneamento S.A. ("Corsan") in Parsan. / 2 - "The Proforma EBITDA reflects the combined results of companies that share the same operational model and, through this model, benefit from operational efficiencies, even though these are non-consolidated structures in the Company's Financial Statements. 3 - The method for calculating the Proforma LTM EBITDA, as well as the reconciliation of the Adjusted EBITDA values of Aegea, Águas do Rio, and Parsan, is included in the appendix.

# Significant Growth and Value Creation

Through acquisitions, start-of-operations of new assets and turnaround of assets added to the portfolio



<sup>1-</sup> The Proforma values of the Aegea Ecosystem represent the aggregated results of companies controlled by and affiliated with Aegea that share the same operational model and benefit from operational efficiencies through this model, even though these are not fully consolidated structures in the Company's Financial Statements. The calculation excludes related-party transactions, among other adjustments, to avoid duplications. The composition of the Proforma EBITDA for the Aegea Ecosystem and its calculation method are explained in the appendix to this presentation.

# Adoption of the Highest Standards of Corporate Governance

Support from shareholders and partners

#### **Shareholding Structure** ITAÚSA Equipav -∰ GIC 19% 10% 71% **Voting Capital** 12% 69% 19% Non-Voting Capital 13% **Total Capital 53%** 34%

#### **Corporate Governance**

- Voluntary compliance with B3's Novo Mercado requirements.
- · Majority of the Board of Directors' members is independent
- 3 out of 9 members appointed by minority shareholders
- 3 Advisory Committees to the BoD, with independent members
- Minority Shareholders Veto Rights



## **Diversified Portfolio of Assets**

Mature and early-stage assets with a contracted growth based in the CAPEX execution and increased efficiency

PORTFOLIO						æ		
2024	CO GUARIROBA	CO PROLAGOS	CO TERESINA	CO MANAUS	CE RIO	corsan	Others	
Gross Adjusted Revenue (BRL)	1.4 billion	801 million	842 million	1.4 billion	9.5 billion	7.2 billion	3.9 billion	
Population¹ (#)	898 thousand	425 thousand	866 thousand	2.1 million	9.1 million	5.8 million	From 3.5 thousand to 2.4 million	
Operational startup by Aegea	Nov/05	Jun/06	Jun/17	Jun/18	Nov/21	Jul/2023	N/A	
Maturity	2060	2041	2053	2045	2056	up to 2062 <sup>2</sup>	up to 2057	Long-term agreements
Sewage Coverage (%)	96%	90%	62%	32%	49%	25%	59%	
Adjusted EBITDA	76%	75%	64%	57%	32%	51%	46%	

Proven track record of delivering solid results in mature concessions

Margin<sup>3</sup> (%)

Significant potential for value creation in the company's existing portfolio

# Aguas do Rio

With the victory in Blocks 1 and 4 in 2021, Águas do Rio became the largest concession in Aegea's portfolio. Predictable cash flows and potential value generation through the expansion of water and sewage coverage and reduction in water losses

#### OVERVIEW

- > 9 million people
- > 27 municipalities and 124 neighborhoods of south, north and downtown area of the state capital
- Grant Fee: R\$ 15,4 bi payment concluded in Oct/2024
- > 35 years concession term
- > R\$ 4.4 billion in investments made over 3 years, representing 18% of the total amount planned in the concession contract



- √ Water: 99% coverage by 2031
- √ Water losses: 25% by 2033

#### OWNERSHIP STRUCTURE



## A fully funded project with diversified sources of financing

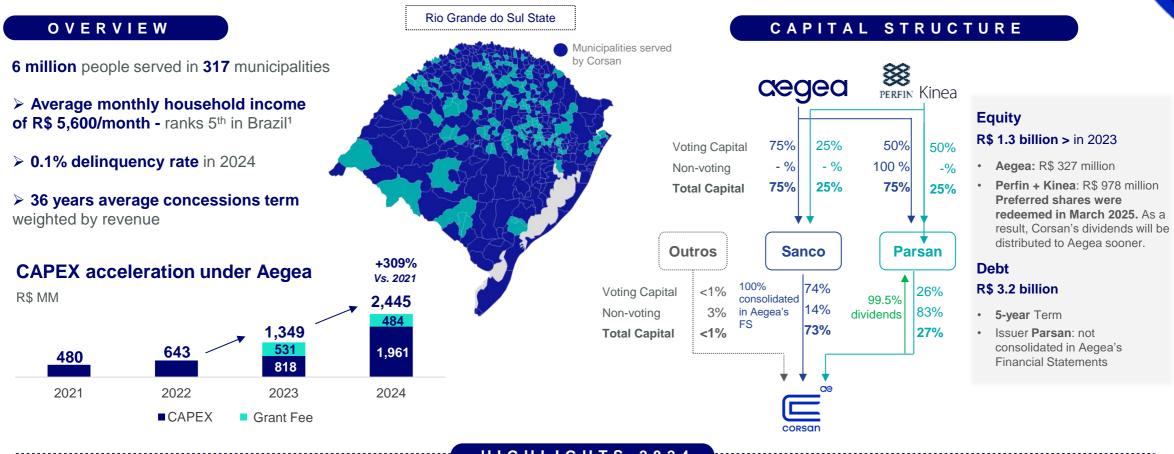
- > Project Finance substantially non-recourse for Aegea
- > Sharing of real guarantees with creditors
- > Fully funded: does not require additional fundraising over the project's lifetime

#### **Disbursement Schedule**

Funding Source	Term	Disbursed (2023 to 2024)	To be Disbursed (2025 to 2033)	Total
Capital Markets Debentures	up to 18 years	11.0	-	11.0
BNDES - FINEM	up to 28 years	2.5	9.0	11.5
IDB	up to 20 years	1.0	-	1.0
Proparco	up to 20 Years	0.5	-	0.5
Saneamento para Todos	up to 22 years	0.8	0.7	1.5
Total	15 years duration	R\$ 15.8 billion	R\$ 9.7 billion	R\$ 25.5 billion

## Corsan: The First State-Owned Company Privatized in the Brazilian Sanitation Sector

High income per household, reduced delinquency rate, and a 25% sewage coverage rate strengthen Corsan's turnaround, which recorded a leverage ratio of 0.98x in 2024



HIGHLIGHTS 2024

3.6 million Active Households R\$ 4.3 billion Net Adjusted Revenue

R\$ 2.2 billion Adjusted EBITDA<sup>2</sup>

0,98x Net Debt/Adjusted EBITDA<sup>2</sup>

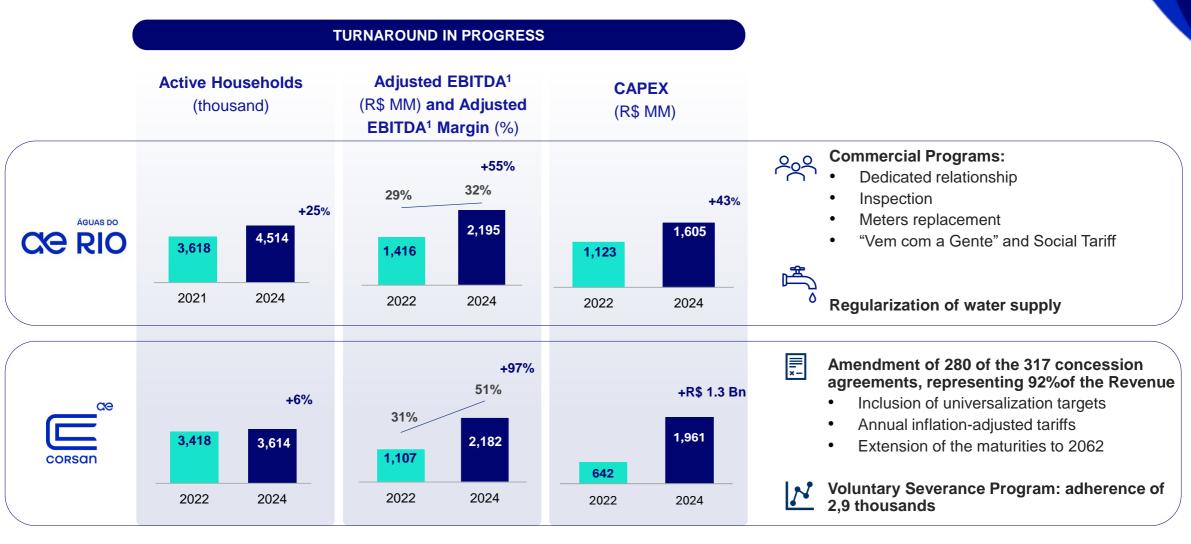
# Demonstrated Expertise in Executing Successful Turnarounds

Successfully implemented turnarounds in mature assets. The results at Águas de Teresina and Águas de Manaus are evidence of the ability to implement and adapt the Aegea Operating Model in all regions



# Turnaround in Progress – Águas do Rio & Corsan

Águas do Rio and Corsan results above expectations reinforce the results of Aegea Operating Model in large scale assets



<sup>1 -</sup> The reconciliation of the Adjusted EBITDA is included in the appendix of this presentation

## ESG Commitments and Governance with Real Impacts on Stakeholders

The expansion of water and sewage coverage directly improves public health and environmental conditions

2010

#### Health

## CO GUARIROBA

Population with sewage collection service (thousands)

63%

775

281

65%

98

## CO PROLAGOS

Evolution of indicators related to hospital admissions due to diseases related to the lack of sanitation (2010-2022)



2022

2010



2022

#### **Environment**

#### CE PROLAGOS

Before A completely polluted Lagoon with no aquatic life



#### **After**

A record catch of fish and seahorses



### Recovery of the south zone beaches, Paquetá island and Rodrigo de Freitas lagoon

- Removal of 2 thousand tons of waste from the oceanic interceptor
- Sewage pumping stations operating at full capacity
- Increase in Wastewater Treatment Plants capacity
- Construction of the dry-weather interceptor



Veja Rio November 2023

# ESG – Ensuring Access to Sanitation

Guarantee of Accessibility to Sanitation: The Social Tariff is a cross-subsidy mechanism aiming to include vulnerable people in basic sanitation, providing more quality of life and dignity

## Water connections in the "palafitas" of Manaus

#### Before



After





**Social Tariff** for 745 thousand families



**Tariff 10** for 27 thousand families in Manaus



R\$ 1.2 billion to be invested in Rio de Janeiro communities, benefiting more than 500 thousand people

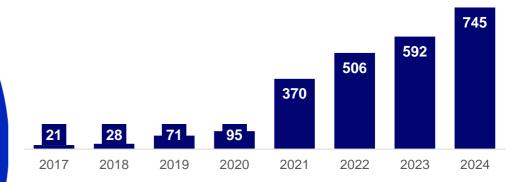


**620 thousand people** had for the first time regular access to treated water in Rio de Janeiro



First sewage network in palafitas in Brazil (Beco Nonato in Manaus)

#### Number of Families Benefited by the Social Tariff ('000)





# ESG Commitments and Governance with Real Impacts on Stakeholders

Sustainability-linked bonds featuring KPIs focused on diversity and climate initiatives, SPO & ESG Risk by Sustainalytics and OECD recognition for Águas do Rio project

2030 ESG Key Performance Indicators



Black employees in leadership roles (managers to CEO)

from 17% to **27%** 

Women in leadership roles (managers to CEO)

from 32% to 45%

Reduce specific energy consumption (kWh/m³)

In 15%

Diversity and climate agenda



- Mentoring programs and career development for black and female employees
- Trainees: 68% of women and 50% of black employees in the program

- 98% of the electricity matrix is renewable
- Water losses reduction program with satellite to detect leaks
- Carbon intensity trend reduced by 58% in 2023

**Integrity Program Certificate** 

Governance and ESG stamps





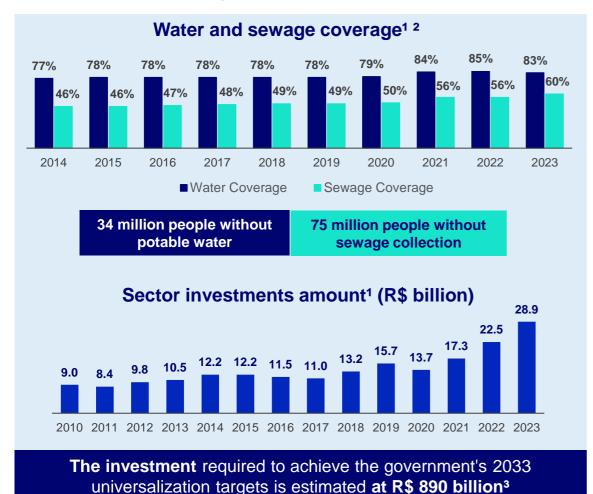
Recognition from the OECD for the high ESG impact of the Águas do Rio project





## Sanitation Scenario in Brazil

The need for investment to achieve universal sanitation coverage, combined with a well-structured regulatory environment, has created opportunities for the private sector to obtain consistent and predictable returns



## **Sanitation Regulatory Framework**

ANA (National Water and Sanitation Agency): Federal regulator; sets quality standards and norms; mediates conflicts

**Contractual Targets by 2033:** 99% water supply coverage | 90% sewage collection and treatment

**Regionalization and competition:** Regional blocks enabling economies of scale and the technical/financial feasibility of projects; potential for privatization

#### **Private Sector Business Model**



#### **Regulatory Agencies**

· Inspect the fulfillment of contractual targets



#### **Contractual Targets**

· Achieving universal sanitation coverage efficiently



#### **Stable Tariffs**

· Long-term contracts adjusted annually for inflation

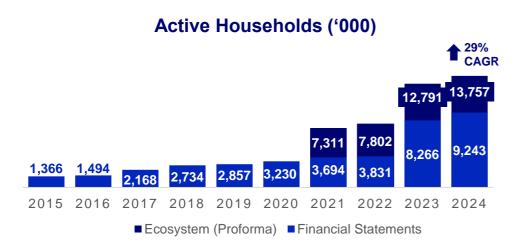
<sup>1.</sup> Source: SNIS https://www.gov.br/cidades/pt-br/acesso-a-informacao/acoes-e-programas/saneamento/snis/painel

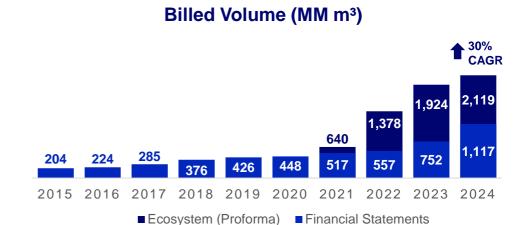
SINISA (National System of Information on Basic Sanitation) replaced SNIS (National System of Information on Sanitation) as of 2024. Source SINISA: https://www.gov.br/cidades/pt-br/acesso-a-informacao/acoes-e-programas/saneamento/sinisa/sinisa-1

Source: Abcon and KPM Study: https://abconsindcon.com.br/analises-conjunturais/atualizacao-dos-valores-de-investimentos-para-a-universalizacao-dos-servicos-de-saneamento

# Operational Performance (Aegea Ecosystem)

Strong performance driven by increased efficiency in existing concessions and the consolidation of new concessions





## Losses on Water Distribution LTM (%)

	2022	2023	2024
Aegea	47%	45%	43%
Águas do Rio	64%	52%	48%
Corsan <sup>(1)</sup>	43%	43%	43%

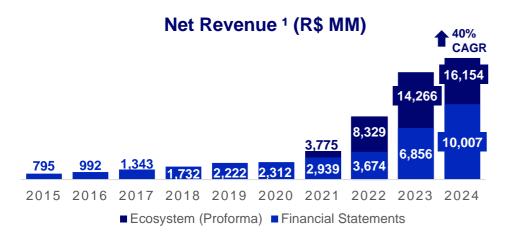
## **Delinquency Rate LTM (%)**

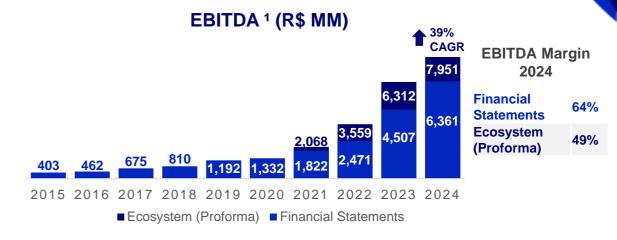
	2022	2023	2024
Aegea	3.0%	0.7%	0.4%
Águas do Rio <sup>(2)</sup>	18.2%	16.9%	21.3%
Corsan <sup>(1)</sup>	0.7%	1.4%	0.1%

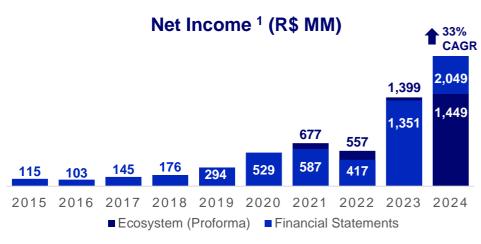
<sup>1 -</sup> Consolidated on Aegea Financial Statements in 3Q23. / 2 - Excluding non-recurring effects related to renegotiations with major clients, which impacted the delinquency rate of 2022 and 2023.

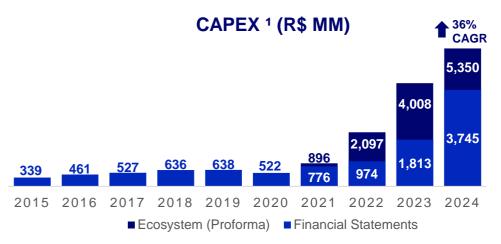
# Financial Performance (Aegea Ecosystem)

EBITDA growth with disciplined investment









<sup>1 -</sup> The Proforma values of the Aegea Ecosystem represent the aggregate results of Aegea's controlled and affiliated companies that share the same operational model and, through this model, benefit from operational efficiencies, even though these are not fully consolidated structures in the Company's Financial Statements. The calculation excludes related-party transactions, among other adjustments, to avoid duplications. The composition of the Proforma EBITDA for the Aegea Ecosystem is detailed in footnote 1 of slide 3 of this presentation, and the calculation method is explained in the appendix.

## Indebtedness

Deleveraging trajectory and extension of the average term of the debt

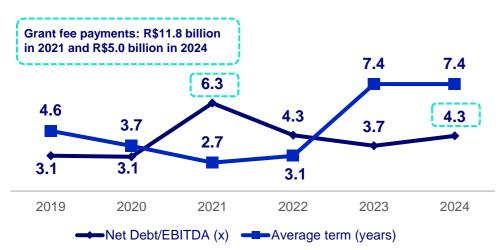
## Aegea Financial Leverage - 2024

Indebtness (R\$ million)	Financial Statements	Ecosystem (Proforma)
(+) Gross Debt1	23,734	43,919
(-) Cash and Equivalents <sup>2</sup>	(5,677)	(9,587)
Net Debt	18,058	34,332
EBITDA (12 months) <sup>3</sup>	6,361	7,951
Net Debt / EBITDA	2.8x	4.3x
	iJ	

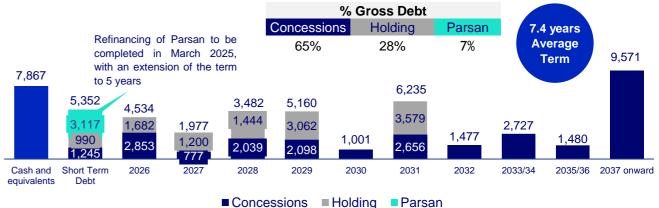
Reference for calculating Aegea's debt covenants

#### **Ecosystem (Proforma) Gross Ecosystem (Proforma) Gross Debt Debt Breakdown (%)** by Indexer (%) Debts in USD are ■ Local Capital Markets 2.8%1.7% CDI 15.9% 100% ■ Foreign Capital Markets hedged IPCA ■ Development Banks TJLP TR 19.0% 38.6% Others 55.7% 65.1%

#### **Ecosystem (Proforma) Leverage and Average Term**



# Ecosystem (Proforma) - Cash and Debt Amortization Schedule<sup>4</sup> (R\$ million)



<sup>1-</sup> Gross Debt: includes the effect of the derivative, without mark-to-market adjustment and net of transaction costs. / 2- Cash and investments: Includes restricted cash as indicated in the Financial Statements / Quarterly Information – ITR. / 3- Amounts do not include revenues and construction costs of intangible assets. / 4- Gross Debt in the amortization schedule: Excludes the effects of the mark-to-market of debt in a swap transaction for Reais, as indicated in the Financial Statements / Quarterly Information – ITR.

# Appendix



#### Reconciliation of Net Revenue

Net Revenue (R\$ million)	4Q24	4 <b>Q</b> 23	Δ%	A.V. 4Q24	2024	2023	Δ%	A.V. 2024
(+) Water Revenue	2,140	1,858	15%	51%	7,913	7,142	11%	49%
Corsan <sup>1</sup>	1,281	1,015	26%	30%	4,637	4,022	15%	29%
Guariroba	179	178	1%	4%	702	641	10%	4%
Prolagos	164	156	5%	4%	639	599	7%	4%
Manaus	203	190	7%	5%	778	732	6%	5%
Teresina	102	99	3%	2%	379	346	10%	2%
Other Concessions	211	220	-4%	5%	778	803	-3%	5%
(+) Sewage Revenue	518	422	23%	12%	1,861	1,458	28%	12%
Corsan <sup>1</sup>	124	92	36%	3%	326	276	18%	2%
Guariroba	95	92	2%	2%	366	321	14%	2%
Manaus	31	25	25%	1%	107	102	5%	1%
Teresina	47	31	49%	1%	143	107	34%	1%
PPPs	154	127	21%	4%	564	391	44%	3%
Other Concessions	67	55	21%	2%	354	261	36%	2%
(+) PPPs revenue <sup>2</sup>	206	208	-1%	5%	888	501	77%	5%
(+) Revenue Engineering Services Related Parties³	182	389	- 53%	4%	845	863	-2%	5%
(-) Deductions	(409)	(325)	26%	-10%	(1,501)	(1,121)	34%	-9%
(=) Net Revenue - Aegea Financial Statements	2,635	2,552	3%	63%	10,007	8,843	13%	62%
(+) Águas do Rio	1,742	1,741	0%	41%	6,956	6,246	11%	43%
(-) Revenue Engineering Services Related Parties⁴	(176)	(366)	- 52%	-4%	(809)	(823)	-2%	-5%
(=) Proforma Net Revenue - Ecosystem	4,201	3,928	7%	100%	16,154	14,266	13%	100%

<sup>1 -</sup> Considers 12 full months of Corsan in 2023, whose consolidation occurred as of July 2023; 2- Construction revenue - PPP of the concessionaires Ambiental Serra, Ambiental Vila Velha, Ambiental Cariacica, Ambiental Metrosul, Ambiental Ceará and Ambiental Paraná (CPC47): sum of the remuneration lines of the financial asset and construction revenue - financial asset from note 20 of the Financial Statements; 3- Revenue from services provided by the Holding and service companies to the unconsolidated affiliates Águas do Rio 1 and Águas do Rio 4; 4- Revenue from services provided by the Holding and service companies to the unconsolidated affiliates Águas do Rio 1 and Águas do Rio 4, net of tax deductions.

#### Reconciliation of EBITDAs<sup>1</sup>

Aegea Financial Statements and Ecosystem EBITDA (R\$ thousand)	4Q24	4Q23	2024	2023
Net Income	754,329	671,690	2,048,870	1,351,290
(+) Financial Result	567,916	530,367	2,273,967	1,745,370
(+) Income taxes	401,965	297,343	1,194,203	724,143
(+) Depreciation and amortization	264,669	215,979	926,389	685,913
CVM 156 EBITDA	1,988,879	1,715,379	6,443,429	4,506,716
(-) Construction Revenue (ICPC 01)	(1,534,443)	(736, 376)	(3,891,411)	(1,706,586)
(+) Construction Cost (ICPC 01)	1,501,551	736,376	3,808,957	1,706,586
Aegea Financial Statements Adjusted EBITDA CVM 156	1,955,987	1,715,379	6,360,975	4,506,716
Aegea Financial Statements Adjusted EBITDA Margin CVM 156	74.2%	67.2%	63.6%	65.7%
(+) Águas do Rio 1 EBITDA (Adjusted)	245,991	157,534	718,705	647,978
(+) Águas do Rio 4 EBITDA (Adjusted)	405,265	494,162	1,476,192	1,306,762
(+) Parsan EBITDA	446,850	(51,336)	1,186,850	25,858
(-) Equity Income - Aegea Consolidated	(60,514)	(118,354)	(96,036)	(256,934)
(-) Águas do Rio Dividends Declared	-	(19,002)	(202,471)	(266,179)
(-) Related Parties Engineering Services	(81,119)	(186,299)	(285,692)	(298,636)
(-) Equity Income - Parsan Consolidated	(448,817)	50,475	(1,207,548)	(70,170)
(+) EBITDA Corsan – 6M23	-	-	-	716,764
Aegea Ecosystem Proforma EBITDA	2,463,644	2,042,559	7,950,975	6,312,159

<sup>1 -</sup> Adjustments are made to the calculation of the Aegea Ecosystem Proforma EBITDA to exclude duplications in the combination of the EBITDA values of Aegea and its affiliates Águas do Rio 1, Águas do Rio 4 (together "Águas do Rio") and Parsan, namely: i) Aegea Consolidated Equity Income, which are the equity income of Águas do Rio and Parsan recorded in Aegea's Income Statements; ii) Dividends Declared by Águas do Rio, which are the dividends declared for Aegea and recorded in Aegea's Cash Flow Statements; iii) Related Party Engineering Services, which is the result (revenue minus costs) of the provision of engineering services by Aegea to Águas do Rio, recorded in Aegea's Consolidated Income Statements. The revenues associated with the services provided to Águas do Rio are the amounts shown in the explanatory note "Net Operating Revenue", line "Revenue from Related Party Services" of the Financial Statements. The costs associated with these services are shown in the explanatory note "Costs and Expenses by Nature" added to other consolidated costs of Aegea; and iv) Equity Income – Consolidated Parsan, which are the equity income of Corsan recorded in the Income Statements of Parsan.

## Reconciliation of EBITDAs

2024	Águas do Rio 1	Águas do Rio 4	Consolidated Águas do Rio	Corsan	Águas Guariroba	Prolagos	Águas de Teresina	Águas de Manaus
Net Income	79,978	417,692	497,670	1,304,895	350,698	161,534	145,281	56,687
(+) Financial Result	233,737	471,505	705,242	98,128	133,285	107,978	94,143	299,850
(+) Income taxes	47,574	218,115	265,689	511,347	174,360	80,815	21,168	23,449
(+) Depreciation and amortization	367,601	391,773	759,374	308,423	78,652	74,413	43,697	95,057
CVM 156 EBITDA	728,890	1,499,085	2,227,975	2,222,793	736,995	424,740	304,289	475,043
(-) Construction Revenue (ICPC 01)	(519,437)	(1,167,548)	(1,686,985)	(2,078,190)	(292,132)	(162,130)	(319,393)	(484,136)
(+) Construction Cost (ICPC 01)	509,252	1,144,655	1,653,907	2,037,441	286,404	158,951	313,131	474,643
Adjusted EBITDA CVM 156	718,705	1,476,192	2,194,897	2,182,044	731,267	421,561	298,027	465,550
Adjusted EBITDA Margin CVM 156	35%	30%	32%	51%	76%	75%	64%	57%
(+) Shutdown Costs - Voluntary Severance Program	-	-	-	145,181	-	-	-	-
(+) Emergency Expenses - Floods	-	-	-	60,128	-	-	-	-
(+) Credit Write-off - PECLD	-	-	-	-	-	-	-	-
Adjusted EBITDA Ex. Non-recurring effects	-	-	-	2,387,353	-	-	-	-
Adjusted EBITDA Margin Ex. Non-recurring effects	-	-	-	56%	-	-	-	-

2023	Águas do Rio 1	Águas do Rio 4	Consolidated Águas do Rio	Corsan	Águas Guariroba	Prolagos	Águas de Teresina	Águas de Manaus
Net Income	131,480	482,824	614,304	631,136	315,936	157,514	105,626	111,073
(+) Financial Result	130,984	268,771	399,755	39,383	103,552	91,847	91,086	204,406
(+) Income taxes	77,871	259,072	336,943	(102,692)	156,591	78,269	18,576	20,763
(+) Depreciation and amortization	307,643	296,095	603,738	229,252	59,306	56,343	30,104	79,041
CVM 156 EBITDA	647,978	1,306,762	1,954,740	797,079	635,385	383,973	245,392	415,283
(-) Construction Revenue (ICPC 01)	(495,656)	(1,066,844)	(1,562,500)	(1,125,831)	(250,178)	(101,316)	(176,043)	(299,231)
(+) Construction Cost (ICPC 01)	495,656	1,066,844	1,562,500	1,121,442	250,178	101,316	176,043	299,231
Adjusted EBITDA CVM 156	647,978	1,306,762	1,954,740	792,690	635,385	383,973	245,392	415,283
Adjusted EBITDA Margin CVM 156	36%	30%	31%	20%	74%	73%	61%	52%
(+) Shutdown Costs - Voluntary Severance Program	-	-	-	423,539	-	-	-	-
(+) Emergency Expenses - Floods	_	-	_	_	_	_	_	_
(+) Credit Write-off - PECLD	-	-	-	37,548	-	-	-	-
Adjusted EBITDA Ex. Non-recurring effects	-	-	-	1,253,777	-	-	-	-
Adjusted EBITDA Margin Ex. Non-recurring effects	-	-	-	31%	-	-	-	-



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