

SERENA ENERGIA S.A.

Publicly-Held Company

CNPJ No. 42.500.384/0001-51

NIRE 35.300.571.85-1 | CVM Code 2644-1

MATERIAL FACT

São Paulo, Brazil – October 3, 2025 – SERENA ENERGIA S.A. (the “Company” – Novo Mercado: SRNA3), in compliance with paragraph 4 of article 157 of Law No. 6,404 of December 15, 1976, and with the provisions of the Resolution of the Brazilian Securities Commission (“CVM”) No. 44, dated August 23, 2021, hereby informs, in continuity to the Material Facts disclosed on May 14, 2025, its shareholders and the market in general that, on this date, the registration of the public tender offer for common shares issued by the Company has been granted. The offer will be launched by Ventos Alísios Participações Societárias S.A. (the “Offeror”), a special purpose company owned by Lambda II Energia S.A. and Lambda Energia S.A., two of the Company’s controlling shareholders, and by Alpha Brazil Fundo de Investimento em Participações Multiestratégia Responsabilidade Limitada, shareholder linked to the controlling shareholders of the Company, for the purpose of converting the Company’s registration from category “A” to category “B,” and the consequent delisting of the Company from the Novo Mercado of B3 S.A – Brasil, Bolsa, Balcão (the “Tender Offer”).

The Company informed that it has received from the Offeror the Offer notice (“Notice”) for prompt disclosure to the market. Under the terms of the Offer Notice, the Offer is aimed at the acquisition, in cash, of common shares of the Company at the price of R\$ 11.74 (eleven reais and seventy-four cents) per share, subject to adjustment by the accumulated variation of the average daily one-day Interbank Deposit (DI) rate, calculated and disclosed by the Central Bank of Brazil, from May 14, 2025, until the settlement date of the Offer, subject to other adjustments provided for in the Notice.

The Offer will be carried out through an auction to be held at B3 on November 4, 2025, at 15h, and shareholders wishing to participate must qualify for the auction by observing the deadlines and procedures set forth in item 4 of the Offer Notice.

The effective registration conversion depends on the favorable manifestation, either at the auction or through express consent, of shareholders holding more than 2/3 (two-thirds) of the outstanding shares, as defined in the Offer Notice (“Quorum for Registration Conversion”). Under the terms of the Notice, if the Quorum for Registration Conversion is not reached, the Offeror shall withdraw the Offer and will not acquire any shares from shareholders that had applied to participate in the auction.



The full text of the Offer Notice is available for consultation on the Company's Investor Relations website (<https://ri.srna.co/>), the CVM website (www.gov.br/cvm/pt-br), the B3 website (www.b3.com.br), and the website of the intermediary institution (BTG Pactual Corretora de Títulos e Valores Mobiliários S.A.) (<https://www.btgpactual.com/investment-banking>).

The Company will keep its shareholders and the market in general informed of any developments related to the subject matter of this material fact, pursuant to applicable laws and regulations. This material fact is for informational purposes only and does not constitute an offer to acquire securities.

São Paulo, October 3, 2025.

Andrea Sztajn

Chief Financial and Investor Relations Officer