



**SERENA ENERGIA S.A.**

*Publicly Held Company*

CNPJ No 42.500.384/0001-51

NIRE 35.300.571.85-1 | CVM Code No 2644-1

Minutes of the Extraordinary Shareholders' Meeting of Serena Energia S.A. ("Company"), held on June 26, 2025 ("EGM").

- 1. Date, Time and Place:** On June 26, 2025, at 10:00 a.m., held exclusively by digital means and, for all legal purposes, considered held at the Company's headquarters, located at Rua Elvira Ferraz, No. 68, 12th floor, suites 123 and 124, Vila Olímpia, City and State of São Paulo, Zip Code 04552-040.
- 2. Call Notice:** The first call notice was published pursuant to Article 124 of Law No. 6,404, of December 15, 1976, as amended ("Brazilian Corporate Law"), in the *Gazeta de São Paulo* newspaper, on May 5, 6 and 9, 2025, on pages A7, A9 and B11, respectively, of the printed version, as well as in the digital version of said newspaper, in accordance with Article 289, I, of the Brazilian Corporate Law.
- 3. Attendance:** Shareholders holding 504,571,440 (five hundred four million, five hundred seventy-one thousand, four hundred forty) registered, book-entry, common shares with no par value issued by the Company were present, representing approximately 81.03% (eighty-one and three hundredths percent) of the Company's voting share capital, excluding treasury shares. Also present were Ms. Andrea Sztajn, the Company's Chief Financial Officer and Investor Relations Officer, and Mr. Marcos Liebenritt de Almeida Braga, in his capacity as a member of the Fiscal Council.
- 4. Publications and Disclosure:** The documents relating to the matters on the agenda, including the management's proposal for this EGM, were previously made available to shareholders at the Company's headquarters and disclosed on the websites of the Brazilian Securities and Exchange Commission ("CVM"), of B3 S.A. – Brasil, Bolsa, Balcão, and of the Company, in accordance with the Brazilian Corporate Law and applicable CVM regulations.
- 5. Board:** The EGM was presided over by Mr. Alexandre Tadao Amoroso Sugueta as Chairman, with Mr. Henrique Narvaez Leite acting as Secretary.

**6. Agenda:** The shareholders of the Company convened to examine, discuss and vote on the following matter on the agenda (i) the waiver to Ventos Alísios Participações Societárias S.A. ("Offeror"), Alpha Brazil Fundo de Investimento em Participações Multiestratégia Responsabilidade Limitada, and NY Fundo de Investimento em Participações Multiestratégia (which will become a Shareholder of the Offeror upon settlement of the Tender Offer (as defined below) from the obligation to launch a Tender Offer due to Acquisition of a Relevant Equity Interest (as defined in the Company's Bylaws), exclusively in the context of the direct and indirect acquisition of shares to be carried out under the unified public tender offer for the acquisition of common shares issued by the Company, for the purposes of: (i) converting the Company's registration with the CVM from a Category "A" issuer to a Category "B" issuer; combined with (ii) the Company's delisting from the Novo Mercado special listing segment of B3 S.A. – Brasil, Bolsa, Balcão, for which the request for registration was filed with the CVM on May 14, 2025 ("Tender Offer").

**7. Resolutions:** The EGM having been duly held, and after reviewing and discussing the item on the agenda, the attending shareholders approved them, with 265,270,285 votes in favor, 1,647,867 votes against, and 273,653,288 abstentions, including those legally prevented from voting, the waiver to the Offeror, Alpha Brazil Fundo de Investimento em Participações Multiestratégia Responsabilidade Limitada, and NY Fundo de Investimento em Participações Multiestratégia from the obligation to launch a Tender Offer due to Acquisition of a Relevant Equity Interest, exclusively in the context of the Tender Offer, whose tender offer registration request is under review by the Brazilian Securities and Exchange Commission ("CVM").

**8. Documents:** No documents, proposals, statements, voting declarations, objections or dissents were submitted to the EGM.

**9. Closure:** There being no further business to address, the EGM was closed, and the drafting of these minutes in summary form was authorized, along with their publication without the signatures of the shareholders, pursuant to Article 130, paragraphs 1 and 2, of the Brazilian Corporate Law. After being read and found to be in order, these minutes were approved by those present. The record of shareholders' attendance in these minutes and in the Shareholders' Attendance Book was effected by the signature of the Chairman or the Secretary of the EGM, as permitted by applicable regulation. **Board:** Mr. Alexandre Tadao Amoroso Suguita (Chairman) and Mr. Henrique Narvaez Leite (Secretary). **Representative of the Management:** Ms. Andrea Sztajn – Chief



Financial Officer and Investor Relations Officer. **Representative of the Fiscal Council:** Mr. Marcos Liebentritt de Almeida Braga.

**Shareholders present:**

**Represented by Henrique Narvaez Leite:**

MAKO INR FUNDO DE INVESTIMENTO EM AÇÕES – FIA, SERENA DESENVOLVIMENTO IV FUNDO DE INVESTIMENTO EM PARTICIPAÇÕES MULTISTRATEGIA RESP. LIMITADA, MARLIN FUNDO DE INVESTIMENTO EM AÇÕES INVESTIMENTO NO EXTERIOR, PORAQUÊ 3 CLASSE DE INVESTIMENTO EM PARTICIPAÇÕES, T-MAKO FUNDO DE INVESTIMENTO EM AÇÕES, TP PARTNERS PUBLIC EQUITIES FUND, LP, LAMBDA 3 FUNDO DE INVESTIMENTO EM AÇÕES INVESTIMENTO NO EXTERIOR, LAMBDA ENERGIA S.A., LAMBDA II ENERGIA S.A., TARPON ATLANTICUS MASTER FUNDO DE INVESTIMENTO EM AÇÕES RESPONSABILIDADE LIMITADA, TARPON GT MASTER FUNDO DE INVESTIMENTO EM AÇÕES, TARPON GT MASTER INSTITUCIONAL FUNDO DE INVESTIMENTO FINANCEIRO, TARPON INTERSECTION MASTER FUNDO DE INVESTIMENTO EM AÇÕES, SERENA I – FUNDO DE INVESTIMENTO FINANCEIRO EM AÇÕES

**Represented by Karina Francisca de Andrade:**

ITAÚ ARTAX ENDURANCE FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO RESPONSABILIDADE LIMITADA, ITAÚ ARTAX LONG BIAS MULTIMERCADO FUNDO DE INVESTIMENTO, ITAÚ ARTAX MULTIMERCADO FUNDO DE INVESTIMENTO, ITAÚ EXCELÊNCIA SOCIAL AÇÕES FUNDO DE INVESTIMENTO SUSTENTÁVEL, ITAÚ QUANTAMENTAL GEMS MASTER AÇÕES FUNDO DE INVESTIMENTO, ITAÚ GOVERNANÇA CORPORATIVA AÇÕES FUNDO DE INVESTIMENTO SUSTENTÁVEL, ITAÚ MASTER GLOBAL DINÂMICO ULTRA MULTIMERCADO FUNDO DE INVESTIMENTO, WM SMALL CAP FUNDO DE INVESTIMENTO EM AÇÕES, ITAU SMALL CAP MASTER FUNDO DE INVESTIMENTO EM AÇÕES, ITAÚ ARTAX ULTRA MULTIMERCADO FUNDO DE INVESTIMENTO, ITAÚ MASTER GLOBAL DINÂMICO MULTIMERCADO FUNDO DE INVESTIMENTO – ARTXHFGD\_CCI, ITAÚ VÉRTICE OMNI FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO RESPONSABILIDADE LIMITADA, IT NOW IGCT FUNDO DE INDICE, IT NOW ISE FUNDO DE INDICE, IT NOW SMALL CAPS FUNDO DE INDICE

**Participants who voted by remote voting:**

VERDE MASTER FUNDO DE INVESTIMENTO MULTIMERCADO, VERDE EQUITY MASTER FIF EM AÇÕES RESP LIMITADA, VERDE MASTER PREV 60 QUALIF FIFE FIF MM RESP

LTDA, "CONSTELLATION QUALIFICADO MASTER FUNDO DE INVESTIMENTO FINANCEIRO EM AÇÕES", CONSTELLATION MASTER FUNDO DE INVESTIMENTO FINANCEIRO DE AÇÕES, CONSTELLATION ICATU 70 PREVIDÊNCIA FUNDO DE INVESTIMENTO MULTIMERCADO, CONSTELLATION COMPOUNDERS MASTER FUNDO DE INVESTIMENTO FINANCEIRO DE AÇÕES, CONSTELLATION 70 PREVIDÊNCIA FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO, CONSTELLATION 100 PREV FUNDO DE INVESTIMENTO MULTIMERCADO FIFE, CONSTELLATION BRADESCO 100 FIFE FUNDO DE INVESTIMENTO EM AÇÕES, CONSTELLATION BP 100 PREV FUNDO DE INVESTIMENTO FINANCEIRO EM AÇÕES FIFE, CONSTELLATION CAMBARÁ FUNDO DE INVESTIMENTO FINANCEIRO EM AÇÕES, CONSTELLATION SULAMÉRICA PREV FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO DE RESPONSABILIDADE LIMITADA , NEO EQUITY HEDGE P BB FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO RESPONSABILIDADE LIMITADA , NEO MULTIMANAGER BBDC FUNDO DE INVESTIMENTO MULTIMERCADO, NEO ARGO LONG AND SHORT MASTER FIF MULTIMERCADO RESPONSABILIDADE LIMITADA , NEO EQUITY HEDGE P FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO RESPONSABILIDADE LIMITADA, NEO EQUITY HEDGE ITAÚ P FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO RESPONSABILIDADE LIMITADA, NEO VITALE FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO RESPONSABILIDADE LIMITADA, NEO PROVECTUS I FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO RESP LIMITADA, NEO MULTI ESTRATÉGIA MASTER FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO RESPONSABILIDADE LIMITADA, NEO PROVECTUS II FIF MULTIMERCADO RESPONSABILIDADE LIMITADA, ALPHA BRAZIL FUNDO DE INVESTIMENTO EM PART. MULTIESTRATEGIA, FIRENZE MASTER FUNDO DE INVESTIMENTO FINANCEIRO AÇÕES – RESPONSABILIDADE LIMITADA, ATLAS ONE ICATU FUNDO DE INVESTIMENTO EM AÇÕES PREVIDENCIÁRIO FIFE, SPX NIMITZ MASTER FUNDO DE INVESTIMENTO MULTIMERCADO , SPX FALCON INSTITUCIONAL MASTER FUNDO DE INVESTIMENTO MULTIMERCADO, SPX FALCON MASTER FUNDO DE INVESTIMENTO DE AÇÕES , SPX APACHE MASTER FUNDO DE INVESTIMENTO DE AÇÕES , SPX PATRIOT MASTER FUNDO DE INVESTIMENTO DE AÇÕES, SPX HORNET EQUITY HEDGE MASTER FUNDO DE INVESTIMENTO MULTIMERCADO, SPX LANCER PLUS PREVIDENCIÁRIO FUNDO DE INVESTIMENTO MULTIMERCADO, SPX LANCER PREVIDENCIÁRIO FUNDO DE INVESTIMENTO MULTIMERCADO , SPX RANGER PREVIDENCIÁRIO FUNDO DE



INVESTIMENTO FINANCEIRO MULTIMERCADO – RESPONSABILIDADE LIMITADA, SPX RAPTOR MASTER FUNDO DE INVESTIMENTO NO EXTERIOR MULTIMERCADO CRÉDITO PRIVADO , KAPITALO MASTER V FIM, KAPITALO K10 PREV MASTER FIM, KAPITALO ALPHA GLOBAL MASTER FIM, KAPITALO MASTER II FIM, KAPITALO K10 PREV II MASTER FIM, KAPITALO SIGMA LLC, KAPITALO MASTER I FIM, KAPITALO KAPPA PREV MASTER FIM, KAPITALO ZETA MERIDIA MASTER FIM, KAPITALO OMEGA PREV MASTER FIM, KAPITALO TARKUS MASTER FIA, KAPITALO ZETA PREV MASTER FIF MM RESP LTDA, KAPITALO KAPPA PREV II MASTER FIM, KAPITALO NW3 MASTER PLUS FIA, KAPITALO TARKUS INSTITUCIONAL MASTER FIA, JGP HEDGE MASTER FUNDO DE INVESTIMENTO MULTIMERCADO, JGP MAGNUM MASTER FUNDO DE INVESTIMENTO FINANCEIRO MULTIMERCADO – RESPONSABILIDADE LIMITADA, JGP MAX MASTER FUNDO DE INVESTIMENTO MULTIMERCADO, JGP MULTIMERCADO PREVIDENCIÁRIO ADVISORY XP SEGUROS FUNDO DE INVESTIMENTO, JGP STRATEGY PREVIDENCIARIO MASTER FUNDO DE INVESTIMENTO MULTIMERCADO, JGP SULAMÉRICA MASTER PREVIDENCIÁRIO FUNDO DE INVESTIMENTO MULTIMERCADO CRÉDITO PRIVADO, JGP BRASILPREV FIFE MULTIMERCADO PREVIDENCIÁRIO FUNDO DE INVESTIMENTO, JGP MULTIMERCADO PREVIDENCIÁRIO ICATU FUNDO DE INVESTIMENTO, JGP MULTIMERCADO PREVIDENCIÁRIO ITAÚ MASTER FUNDO DE INVESTIMENTO, JGP B PREVIDÊNCIA FIFE MASTER FI MULTIMERCADO, JGP STRATEGY MASTER FUNDO DE INVESTIMENTO MULTIMERCADO, VINLAND MACRO MASTER FIM, VINLAND MACRO PLUS MASTER FIM, VINLAND MACRO PREV MASTER FIM, VINLAND MACRO II PREV MASTER FIM, VINLAND MACRO PREV V MASTER FIM, VINLAND PLUS MASTER FIA, VINLAND MACRO PREV BB MASTER FIM, THE UNITED NATIONS JOINTS STAFF PENSION FUND, ST STR MSCI ACWI EX USA IMI SCREENED NON-LENDING COMM TR FD, ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF, BMO CLEAN ENERGY INDEX ETF, VANGUARD FUNDS PLC / VANGUARD ESG GLOBAL ALL CAP U, STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO, PREMIER MITON GLOBAL RENEWABLES TRUST PLC, USCF SUSTAINABLE COMMODITY STRATEGY FUND, NORTHERN TRUST COMMON ALL COUNTRY WORLD EX-US INVESTABLE MAR, AMERICAN CENTURY ETF TRUST – AVANTIS EMERGING MARK, TEACHER RETIREMENT SYSTEM OF TEXAS, TYLER FINANCE LLC, AMERICAN CENTURY ETF TRUST – AVANTIS EMERGING MARK, AMERICAN CENTURY ICAV, HSBC ETFS PLC H MSCI E M S C ESG U ETF BC BNP PARIBAS BR SA, ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND,

CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM, STATE ST GL ADV TRUST COMPANY INV FF TAX EX RET PLANS, POLO ENDURANCE FUNDO DE INVESTIMENTO MULTIMERCADO, MERCER QIF FUND PLC, VANGUARD FUNDS PLC / VANGUARD ESG EMERGING MARKETS, MSCI EMERGING MARKETS EX CHINA IMI INDEX FUND, POLICE AND FIREMEN'S RETIREMENT SYSTEM OF NEW JERS, THRIFT SAVINGS PLAN, SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS: SP, EMERGING MARKETS SMALL CAPIT EQUITY INDEX NON-LENDABLE FUND, UTAH STATE RETIREMENT SYSTEMS, SSGATC I. F. F. T. E. R. P. S. S. M. E. M. S. C. I. S. L.F., NORGES BANK, PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO, VANGUARD TOTAL WORLD STOCK INDEX FUND, A SERIES OF, ELDER SANTOS NAZARETH, EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND, GLOBAL X RENEWABLE ENERGY PRODUCERS UCITS ETF, AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EME, SPDR SP EMERGING MARKETS SMALL CAP ETF, PAULO HENRIQUE RIPOLI DE MEIRA, ANDRE MARINO KULLER, LOS ANGELES COUNTY EMPLOYEES RET ASSOCIATION, SSGA SPDR ETFS EUROPE I PLC, LEGAL AND GENERAL ASSURANCE PENSIONS MNG LTD, THOMAS MAGNO DE JESUS SILVEIRA, FAMA MASTER FUNDO DE INVESTIMENTO DE ACOES, ANTONIO DA SILVA FERRO, POLO NORTE MASTER FIM, ST ST MSCI EMERGING MKT SMALL CI NON LENDING COMMON TRT FUND, MIGUEL ANTONIO MARCON, TT SUSTAINABLE EM EQUITY FUND, A SUB FUND OF TT IN, VANGUARD INV FUNDS ICVC-VANGUARD FTSE GLOBAL ALL CAP INDEX F, ISHARES MSCI EMERGING MARKETS SMALL CAP ETF, LEGAL & GENERAL COLLECTIVE INVESTMENT TRUST, STATE OF ALASKA RETIREMENT AND BENEFITS PLANS, SPDR PORTFOLIO MSCI GLOBAL STOCK MARKET ETF, THE BANK OF NEW YORK MELLON EMP BEN COLLECTIVE INVEST FD PLA, ISHARES GLOBAL CLEAN ENERGY ETF, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, FIM CP LS INVESTIMENTO NO EXTERIOR, DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIM, SIDNEY RIUDY NAKANISHI, STATE OF NEW MEXICO STATE INV. COUNCIL, VANGUARD FIDUCIARY TRT COMPANY INSTIT T INTL STK MKT INDEX T, EDUARDO ROGERIO DE FARIA, INTERNATIONAL MONETARY FUND, PEDRO BERNARDINELLI JUNIOR, NORTHERN TRUST COLLECTIVE EAFE SMALL CAP INDEX FUND-NON LEND, FIDELITY SALEM STREET T: FIDELITY TOTAL INTE INDEX FUND, ALASKA PERMANENT FUND, ISHARES IV PUBLIC LIMITED COMPANY, ISHARES III PUBLIC LIMITED COMPANY, COLLEGE RETIREMENT EQUITIES FUND, MSCI ACWI EX-U.S. IMI INDEX FUND B2, AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK, EMERGING MARKETS



SMALL CAPITALIZATION EQUITY INDEX FUND B, POLO LONG BIAS MASTER FUNDO DE INVESTIMENTO MULTIMERCADO, THRIFT SAVINGS PLAN, ISHARES CORE MSCI EMERGING MARKETS ETF, VANGUARD ESG INTERNATIONAL, VANGUARD EMERGING MARKETS STOCK INDEX FUND, TT ENVIRONMENTAL SOLUTIONS FUND, A SUB FUND OF TT, ANA LUIZA BARBOSA DA COSTA VEIGA, ISHARES GLOBAL CLEAN ENERGY INDEX ETF, THE REGENTS OF THE UNIVERSITY OF CALIFORNIA, NUVEEN GL INVESTORS FD, PLC - NUVEEN GL INFRASTRUCTURE FUND, ISHARES PUBLIC LIMITED COMPANY, AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET, EMER MKTS CORE EQ PORT DFA INVEST DIMENS GROU, GLOBAL X YELDCO RENEWABLE ENERGY INCOME ETF, FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX F, VANGUARD INVESTMENT SERIES PLC / VANGUARD ESG EMER, FIRST TRUST GLOBAL WIND ENERGY ETF, VANGUARD F. T. C. INST. TOTAL INTL STOCK M. INDEX TRUST II, VANGUARD TOTAL INTERNATIONAL STOCK INDEX FD, A SE VAN S F, ISHARES MSCI BRAZIL SMALL CAP ETF, UTILICO EMERGING MARKETS TRUST PLC, CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM, FAMA FIFE ICATU PREVIDENCIARIO FUNDO DE INVESTIMENTO EM AES, VANECK VECTORS BRAZIL SMALL-CAP ETF, INVESCO CLEANTECH ETF.

São Paulo/SP, June 26, 2025.