

## ANNEX I

### EDP – Energias do Brasil S.A. Bylaws

#### CHAPTER I

##### Denomination, Headquarters, Term, and Purpose

**Article 1 EDP - ENERGIAS DO BRASIL S.A.** is a corporation governed by these Articles of Incorporation and by the legal provisions applicable to it, including Law No. 6404/76, as amended (the “Corporation Law”).

**Paragraph 1** - With the Company’s admission to the Novo Mercado da B3 S.A. - Brasil, Bolsa, Balcão (“B3”), the Company, its shareholders, including controlling shareholders, managers, and audit committee members, when opened, are subject to the provisions of Novo Mercado Regulation.

**Paragraph 2** - The provisions of Novo Mercado Regulation will prevail over the provisions of the articles of incorporation, in the event of prejudice to the rights of the recipients of public offerings provided for in these Articles of Incorporation.

**Article 2** - The Company has its headquarters and jurisdiction in the City of São Paulo, State of São Paulo.

**Sole Paragraph** - Upon resolution of the Executive Board, the Company may open or close affiliates, agencies, offices, and representations and any other establishments for carrying out the Company’s activities in any part of the national territory or abroad.

**Article 3** - The Company will have an indefinite term.

**Article 4** - The Company’s purpose is: a) to have equity interests in other companies, as a member, shareholder, or holder of membership interests, as well as in businesses and undertakings in the energy sector, in Brazil and/or abroad; b) to manage energy distribution, generation, transmission, and commercialization, in their different forms and modes; c) to study, plan, develop, and implement energy distribution, generation, transmission, and commercialization projects, in their different forms and modes; and d) to provide services in businesses in the energy sector in Brazil and/or abroad.

#### CHAPTER II

##### Stock Capital and Shares

**Article 5** - The Company’s capital stock is five billion five hundred two thousand seven hundred fifteen nine hundred forty-seven reais and twelve centavos (BRL 5,502,715,947.12), fully subscribed and paid-in, represented by five hundred eighty-one million one hundred sixty-five thousand two hundred sixty-eight (581,165,268) all registered, book-entered common shares with no par value.

**Paragraph 1** - The capital stock will be represented exclusively by common shares.

**Paragraph 2** - Each common share will entitle one vote in the resolutions of the Company’s Annual Meetings.

**Paragraph 3** - The shares will be indivisible in relation to the Company. When the share belongs to more than one person, the rights conferred to it shall be exercised by the representative of the co-ownership.

**Paragraph 4** - The shares are book entries and will be kept in a deposit account in a financial institution, on behalf of their holders, without the issue of certificates, and the cost of transfer and registration, as well as the service related to the shares in custody, may be charged to the shareholder.

**Paragraph 5** - The issuance of beneficiaries' parties by the Company is prohibited.

**Article 6** - The Company is authorized to increase its capital stock up to the limit of one billion (1,000,000,000) common shares, regardless of changes in the articles of incorporation, by resolution of the Board of Directors, which will also be responsible for establishing the conditions of the issue, including price, term, and form of payment.

**Paragraph 1** - The Company may issue shares, debentures convertible into common shares, and subscription warrants within the limit of authorized capital.

**Paragraph 2** - At the discretion of the Board of Directors, preemptive rights may be excluded or reduced in the issuance of shares, debentures convertible into shares, and subscription warrants, of which placement is made through stock exchange sales or public subscription, pursuant to the law, and within the limit of authorized capital.

**Article 7** - The Company may, by resolution of the Board of Directors, acquire its own shares to be held in treasury and later sold or cancelled, up to the amount of the balance of profit and reserves, except the legal reserve, without decrease in capital stock, in compliance with the applicable legal provisions and regulations.

**Article 8** - The Company may, by resolution of the Annual Meeting, grant stock options for its managers, employees, and collaborators, and this option may be extended to the managers and employees of the Company's subsidiaries and affiliates, directly or indirectly.

### **CHAPTER III**

#### **Annual Meetings**

**Article 9** - The Annual Meeting will meet, ordinarily, within the four (4) months following the end of each fiscal year and, extraordinarily, whenever the corporate interests require it.

**Paragraph 1** - Annual Meetings will be called by the Board of Directors, represented by its Chairman, by its Vice-Chairman, or by two (2) of its members jointly, or in accordance with the other applicable legal provisions, with at least fifteen (15) days' notice.

**Paragraph 2** - The Annual Meeting will be chaired over by the Chairman of the Board of Directors or, in his or her absence, by the Vice-Chairman of the Board of Directors or, in the absence of both, by a shareholder chosen by a majority vote of the shareholders attending the meeting.

**Article 10** - In order to take part in the Annual Meeting, shareholders must prove their status by submitting the deposit slip issued by the financial institution holding the shares and issued no later than three (3) days prior to the date of the Annual Meeting.

**Sole Paragraph** - The shareholder may be represented at the Annual Meeting by an attorney-in-fact constituted less than one (1) year ago, who is a shareholder, a Company manager, a lawyer, a financial institution, or an investment fund manager representing the joint owners.

**Article 11** - The resolutions of the Annual Meeting, except in the special cases provided for by law and subject to the provisions of these Articles of Incorporation, will be taken by a majority vote of those attending the meeting, with blank votes not counted.

## **CHAPTER IV Management**

### **General Provisions**

**Article 12** - The Company shall be managed by a Board of Directors and an Executive Board with the powers conferred by applicable law and in accordance with these Articles of Incorporation.

**Article 13** - The term of office of the members of the Board of Directors will be unified, of two (2) years, and of the members of the Executive Board will be unified for up to three (3) years, and they may be reelected. The members of the Board of Directors and the Officers will remain in office until their successors are elected and take office.

**Article 14** - The overall compensation of the Board of Directors and the Executive Board will be established annually by the Annual Meeting, and the Board of Directors will be responsible for deciding on the respective distribution.

**Article 15** - The members of the Board of Directors and of the Executive Board shall take office by signing the respective term of office in the Board of Directors' and Executive Board's minutes books, and shall remain subject to the requirements, impediments, duties, obligations, and responsibilities set forth in Articles 145 to 158 of the Brazilian Corporation Law.

### **Board of Directors**

**Article 16** - The Board of Directors will be composed of at least five (5) and at most eleven (11) members, one of whom will be its Chairman and another its Vice-Chairman, elected and removable at any time by the Annual Meeting, and at least two (2) or twenty percent (20%), whichever is greater, must be independent directors, as defined in Novo Mercado Regulations, and the characterization of such members indicated to the Board of Directors to act as independent directors must take place at the Annual Meeting in which they were elected.

**Paragraph 1** - When, as a result of the calculation of the percentage referred to in the head provision, the result generates a fractional number, the Company shall round it up to the next whole number.

**Paragraph 2** - The Annual Meeting shall determine, by the vote of a majority of those attending the meeting, with blank votes not counted, prior to its election, the number of members of the Board of Directors of the Company for each fiscal year.

**Paragraph 3** - Anyone who (i) is employed or holds management positions in companies that may be considered competitors of the Company; or (ii) has or represents conflicting interests with the Company, may not be elected to the Board of Directors, unless waived by the Meeting.

**Paragraph 4** - The positions of Chairman of the Board of Directors and Chief Executive Officer and Investor Relations or principal executive of the Company may not be accumulated by the same person.

**Article 17** - The Board of Directors will meet, ordinarily, every three (3) months and, extraordinarily, whenever necessary.

**Article 18** - The meetings of the Board of Directors may be called by its Chairman, by its Vice-Chairman or by any two (2) members jointly, upon written notice delivered at least five (5) days in advance and submitting the agenda of the subjects to be discussed.

**Article 19** - The meetings of the Board of Directors shall only be called with the attendance of the majority of its members in office.

**Paragraph 1** - The meetings of the Board of Directors shall be chaired over by the Chairman of the Board of Directors, and the secretary shall be appointed by the Chairman. In the event of temporary inability or absence of the Chairman of the Board of Directors, the meetings of the Board of Directors will be chaired over by the Vice Chairman of the Board of Directors or, in his or her absence, by a Director chosen by majority vote of the other members of the Board of Directors, and the chairman of the meeting shall appoint the secretary.

**Paragraph 2** - In the event of the impediment or temporary absence of any member of the Board of Directors, the Board of Directors may appoint another member to represent it, in which case, in the event of temporary absence, the member so appointed to represent it shall vote at meetings of the Board of Directors in its own name and in the name of the member it represents. The appointment must be expressly accepted by the appointed member and notified to the Chairman of the Board of Directors. Alternatively, in the event of temporary absence, the member of the Board of Directors may, based on the agenda of matters to be discussed, express his or her vote in writing, by means of a letter or facsimile delivered to the Chairman of the Board of Directors, or by electronic mail that unequivocally identifies the sender, with proof of receipt by the Chairman of the Board of Directors.

**Paragraph 3** - In the event of a vacancy in the office of any member of the Board of Directors, the deputy will be appointed by the remaining directors and will serve until the first Annual Meeting held after the vacancy of the office is filled.

**Article 20** - The resolutions of the Board of Directors shall be taken upon the affirmative vote of the majority of the acting members, counting the votes cast as provided in Article 19, Paragraph 2, and, in case of a tie, the Chairman of the Board of Directors shall have the casting vote.

**Article 21** - The meetings of the Board of Directors shall be held, preferably, at the Company's headquarters. Meetings by means of teleconference, videoconference, or other means of communication shall be admitted, and such participation shall be considered personal attendance at such meeting. In this case, the members of the Board of Directors that participate remotely in the Board meeting shall state their votes by means of a letter, facsimile, or electronic mail that unequivocally identifies the sender.

**Paragraph 1** - At the end of the meeting, the minutes shall be drawn up which shall be signed by all the Directors physically attending the meeting, and subsequently transcribed into the Record of Minutes of the Board of Directors of the Company. The votes cast by Directors who take part remotely in the Board meeting or who have made a statement pursuant to Article 19, Paragraph 2 in fine, shall also be entered in the Record of Minutes of the Board of Directors, and

the copy of the letter, facsimile, or electronic message, as the case may be, containing the Director's vote, shall be attached to the Book immediately after the transcription of the minutes.

**Paragraph 2** - The minutes of the Board of Directors' meetings that contain a resolution intended to produce effects before third parties must be published and filed with the register of commerce.

**Article 22** - The Board of Directors shall:

- a) establish the general direction of the Company's business;
- b) elect and dismiss the Company's Executive Board, establishing the attributions of its members, its term of office, in compliance with the applicable provisions of these Articles of Incorporation;
- c) supervise the management of the Executive Board, examine at any time the books and papers of the Company, request information about contracts signed or about to be signed by the Company, and practice any other acts necessary for the exercise of its functions;
- d) call the Annual Meeting in the cases foreseen in the law or when it is deemed convenient;
- e) express an opinion on the report and accounts of the Executive Board, as well as on the financial statements for the year that must be submitted to the Annual Meeting;
- f) establish the limits and amounts of the Executive Board's authority to acquire, dispose of, or encumber rights, movable or immovable property, including equity interests, as well as contracting goods and services, loans and financing, providing guarantees in favor of third parties, and other obligations of the Company;
- g) deliberate about any business between, on one side, the Company and, on the other side, any of its direct or indirect shareholders;
- h) choose and dismiss independent auditors;
- i) decide on the matters submitted to it by the Executive Board;
- j) submit to the Annual Meeting proposals to increase the capital above the limit of the authorized capital, as well as to reform the Articles of Incorporation;
- k) decide on the issue, placement, price, and conditions of payment of shares, convertible debentures, and subscription warrants, within the limits of the authorized capital, including for the granting of stock options under the terms of the Articles of Incorporation;
- l) decide on the advisability of issuing debentures, the method of subscription or placement, and the type of debentures to be issued, the time and conditions of payment of interest, profit sharing and reimbursement premium on debentures, if any, as well as the time and conditions of maturity, amortization, or redemption of debentures;
- m) decide on the acquisition of shares issued by the Company for the purpose of cancellation or holding in treasury, as well as on their resale or replacement in the market, in compliance with the rules issued by the Brazilian Securities and Exchange Commission (CVM) and other applicable legal provisions;
- n) approve the contracting of the depositary institution providing services of book entry shares;
- o) approve the Company's business plans and annual budgets and pluri-annual, operational, and investment plans;
- p) authorize the issue of debt securities in the international market and of simple debentures, not convertible into shares and without lien, for public or private distribution, as well as establish the terms and conditions of the issue;
- q) authorize the issue of commercial papers for public distribution in Brazil or abroad, as well as determine the terms and conditions of the issue;
- r) propose to the Annual Meeting's resolution the destination to be given to the remaining balance of the profits from each fiscal year;

- s) declare interim and intercalary dividends, as well as interest on capital, under the terms of the Corporation Law and other applicable legislation;
- t) determine the order of its business and establish the rules of procedure for its operation, in compliance with the provisions of these Articles of Incorporation; and
- u) make a statement favorable or contrary to any public offer for the acquisition of shares that has as its subject matter the shares issued by the Company, by means of a grounded prior opinion, disclosed within fifteen (15) days from the publication of the announcement of the public offer for the acquisition of shares, which shall address at least (i) the convenience and opportunity of the public offer for the acquisition of shares regarding the interest of the Company and of its shareholders as a whole, including in relation to the price and the potential impacts for the liquidity of the shares (ii) the strategic plans disclosed by the offeror in relation to the Company; (iii) the alternatives to the acceptance of the public tender offer available in the market; and (iv) other points that the Board of Directors considers pertinent, as well as the information required by the applicable rules established by the Brazilian Securities Commission - CVM.

**Article 23** - The Board of Directors, for its advisory purposes, may establish technical and advisory Committees, with defined objectives and functions, composed of members of the Company's management bodies or not.

**Sole Paragraph** - The Board of Directors shall be responsible for establishing the rules applicable to the Committees, including rules on composition, term of office, compensation, and operation.

#### **Executive Board**

**Article 24** - The Executive Board will be composed of up to six (6) members, shareholders or not, residents in the country, elected by the Board of Directors, who will have the following designations, with the accumulation of the following functions by the same Director being authorized: (i) Chief Executive Officer; (ii) Vice Chief Financial Officer; (iii) Vice Chief Executive Officer of Generation and Transmission; (iv) Vice Chief Executive Officer of Distribution; (v) Vice Chief Executive Officer of Clients; and (vi) Vice Chief Executive Officer of People and ESG.

**Sole Paragraph** - The Board of Directors will designate, among the Company's Officers, the one who will exercise the functions of Investor Relations Officer.

**Article 25** - The Executive Board is responsible for the management of the Company's business in general and for performing all the necessary or appropriate acts, except those for which the Annual Meeting or Board of Directors has the authority by law or these Articles of Incorporation. In the exercise of their functions, the Officers may carry out all the operations and practice all the Management acts necessary to achieve the objectives of their office, in accordance with the general guidance of the business established by the Board of Directors, including resolving on the application of resources, compromising, waiving, assigning rights, confessing debts, making agreements, signing commitments, contracting obligations, executing contracts, acquiring, disposing of, and encumbering movable and immovable property, giving sureties, guarantees, and sureties, issuing, endorsing, guaranteeing, discounting, and drawing securities in general, as well as opening, operating, and closing accounts in credit establishments, in compliance with the legal restrictions and those established in these Articles of Incorporation.

**Paragraph 1** - The **Chief Executive Officer** shall be responsible for: (i) executing and causing to be executed the resolutions of the Annual Meetings and of the Board of Directors; (ii) determining and promoting the execution and implementation of the policies, strategies, budgets, investment projects, and other conditions of the Company's business plan; (iii)

coordinating the activities of the other Officers, subject to the specific attributions set forth in these Articles of Incorporation; (iv) defining the distribution of powers to the other members of the Executive Board in relation to the areas mentioned in this paragraph or in relation to the areas not specifically mentioned in these Articles of Incorporation, “ad referendum” of the Board of Directors; (v) supervising all the Company’s transactions, monitoring their progress, including corporate its governance; (vi) managing and promoting the Company’s work safety and environmental policies; (vii) chairing the meetings of the Executive Board; and (viii) ensuring the application of corporate policies and the principles of sustainable development in all activities under its responsibility.

**Paragraph 2 - The Vice Chief Financial Officer**, among other duties that may be established, shall: (i) plan, coordinate, organize, supervise, and direct the activities related to the Company’s financial, accounting, tax and planning, and control areas; (ii) manage the Company’s consolidated finances and financial risk; (iii) search for, evaluate, propose, and structure new business opportunities in accordance with the Company’s strategic planning; (iv) ensure the application of corporate policies and the principles of sustainable development in all activities under its responsibility; and (v) evaluate and monitor policies, strategies, and direct the activities in the areas defined by the Chief Executive Officer.

**Paragraph 3 - The Vice Chief Executive Officer of Generation and Transmission**, among other duties that may be established, shall: (i) manage and lead the power generation and transmission business in the Company’s controlled and affiliated companies; (ii) take responsibility for the planning, operation and maintenance, engineering and management of the power generation and transmission assets of the Company’s controlled and affiliated companies, complying with the appropriate standards of corporate profitability and quality excellence; (iii) propose and manage the investments related to the power generation and transmission business of the Company and its controlled and affiliated companies; (iv) take responsibility for the implementation of the power generation and transmission expansion undertakings, promoting the design, construction, and assembly, ensuring the physical and financial performance of such undertakings; (v) manage and promote the occupational safety and environmental policies of the Company’s subsidiaries and affiliates in the energy generation and transmission area; (vi) ensure the application of corporate policies and the principles of sustainable development in all activities under its responsibility; and (vii) evaluate and monitor policies, strategies, and direct the activities in the areas defined by the Chief Executive Officer.

**Paragraph 4 – The Vice Chief Executive Officer of Distribution**, among other duties that may be established, shall: (i) manage and lead the power distribution business in the Company’s controlled and affiliated companies; (ii) be responsible for the planning, operation, and maintenance of the electric system, engineering and management of power distribution assets of the Company’s controlled and affiliated companies, observing the appropriate standards of business profitability and quality standards defined by the Granting Authority; (iii) propose and manage investments related to the power distribution business of the Company and its controlled and affiliated companies; (iv) account for the implementation of expansion and improvement undertakings of distribution, promoting the project, construction, and assembly, ensuring the physical and financial performance of such undertakings; (v) manage and promote the occupational safety and environmental policies of the Company’s subsidiaries and affiliates in the energy distribution area; (vi) ensure the application of corporate policies and the principles of sustainable development in all activities under its responsibility; and (vii) evaluate and monitor policies, strategies, and direct the activities in the areas defined by the Chief Executive Officer.

**Paragraph 5** - The **Vice Chief Executive Officer of Clients**, among other attributions that may be established upon him/her, shall: (i) manage and lead the service business of the Company's subsidiaries and affiliates, and propose and manage investments related to all of these businesses; (ii) manage and lead the energy commercialization business to clients in the Company's subsidiaries and affiliates; (iii) manage and lead the solar energy and venture capital business in the Company's subsidiaries and affiliates; (iv) manage and promote the occupational safety and environmental policies of the Company's subsidiaries and affiliates in connection with the marketing of energy and the provision of services; (v) ensure the application of corporate policies and the principles of sustainable development in all activities under its responsibility; and evaluate and monitor policies, strategies, and direct the activities in the areas defined by the Chief Executive Officer.

**Paragraph 6** - The **Vice Chief Executive Officer of People and ESG**, among other duties that may be established, shall: (i) review and recommend the issues of Sustainability, Safety, Health, Environment, Social, Human Rights, Diversity, Community Relations, and Corporate Governance (jointly, "ESG"), and their approach, in the Company's strategic planning, evaluating, complementing, and suggesting changes in the Company's strategies, following up on the respective implementation with the other Management bodies; (ii) assist the other Management bodies in analyzing initiatives related to research, innovation, and new technologies, aiming at the Company's competitiveness and sustainability – social, environmental, and financial; (iii) assist in the definition, evaluation, and monitoring of the Company's ESG indicators and propose improvements through the annual review of the indicators; (iv) evaluate and propose the Company's adherence to or permanence in initiatives, technical standards, or agreements at the national or international level related to ESG issues, as well as accompanying the preparation and disclosure of the sustainability report; (v) request risk analyses in the ESG area whenever deemed necessary and opportune for the prevention effort or the adequate management of ESG; (vi) monitor the scope of action and effectiveness of the institutional relations area in dealings with regulatory bodies and other institutional relations associated with ESG issues; (vii) evaluate the policies and proposals for donations, as well as the realization of non-compulsory expenditures related to the subjects under its responsibility, which are within the remit of the Board of Directors; (viii) propose the analysis and evaluation of subjects under its responsibility; and (ix) ensure the application of corporate policies and sustainable development principles in all activities under its responsibility.

**Paragraph 7** - The Executive Board member who accumulates the functions of Investor Relations shall represent the Company before the control bodies and other institutions that operate in the capital markets, and to provide information to investors, the Brazilian Securities and Exchange Commission (CVM), and the stock exchanges on which the Company's securities are traded, in accordance with applicable legislation.

**Article 26** - The Executive Board will meet whenever called by the Chief Executive Officer or by any two Vice Chief Executive Officers, jointly, whenever the corporate business so requires, with at least two (2) days' notice, and the meeting will only be opened with the attendance of the majority of its members.

**Paragraph 1** - In the event of the inability or temporary absence of any Director, the Director may appoint another Director to represent him/her at meetings, in which case the Director so appointed to represent him/her shall vote at meetings of the Executive Board in his/her own name and on behalf of the Director so represented. Such appointment shall be made by written notice to the Chief Executive Officer, which notice shall clearly state the name of the Director so appointed and the powers conferred upon him or her and shall be attached to the minutes of the relevant meeting. Alternatively, in the case of temporary absence, the Director may, based



on the agenda of the matters to be discussed, express his/her vote in writing by letter, facsimile, or email delivered to the Chief Executive Officer.

**Paragraph 2** - In the event of a vacancy on the Executive Board, it is the responsibility of the other Officers to appoint, from among themselves, a deputy who will accumulate, on an interim basis, the functions of the person replaced, with the interim substitution lasting until the position is definitively filled, to be decided at the first meeting of the Board of Directors held, and the deputy then elected will act until the end of the Executive Board's term of office.

**Paragraph 3** - Meetings of the Executive Board may be held by means of teleconference, videoconference, or other means of communication, and such participation shall be considered personal attendance at such meeting. In this case, members of the Executive Board that participate remotely in the Executive Board meeting shall express their votes by means of a letter, facsimile, or electronic mail that unequivocally identifies the sender.

**Paragraph 4** - At the end of the meeting, the minutes shall be drawn up which shall be signed by all Officers physically attending the meeting, and subsequently transcribed into the Book of Record of Minutes of the Executive Board of the Company. The votes cast by Officers who remotely attend the Executive Board meeting or who have made a statement pursuant to Article 26, Paragraph 1 in fine, shall also be entered in the Record of Minutes of the Executive Board Meeting, and the copy of the letter, facsimile, or electronic message, as the case may be, containing the Officer's vote, shall be attached to the Book soon after the transcription of the minutes.

**Article 27** - Resolutions at the Executive Board meetings shall be taken by a majority vote of those attending each meeting or who have cast their votes as provided in Article 26, Paragraph 1, and in the event of a tie, the Chief Executive Officer shall have the casting vote.

**Article 28** - The Company shall be deemed required when represented: a) by two (2) Officers jointly; b) by one (1) Officer jointly with one (1) attorney-in-fact with special powers, duly appointed; c) by two (2) attorneys-in-fact jointly, with special powers, duly appointed; and d) by one (1) Officer or one (1) attorney-in-fact, according to the powers contained in the respective power of attorney, in this case exclusively for the performance of specific acts.

**Paragraph 1** - The powers of attorney shall be granted on behalf of the Company by two (2) Officers jointly, shall specify the powers granted and, except for those provided for in Paragraph 2 of this article, shall be valid for a period limited to a maximum of one (1) year.

**Paragraph 2** - The powers of attorney for judicial purposes may be granted for an undetermined period, and those granted for purposes of compliance with a contractual clause may be granted for the period of validity of the contract to which they are bound.

## **CHAPTER V**

### **Audit Committee**

**Article 29** - The Company will have a non-permanent Audit Committee composed of three (3) sitting members and an equal number of alternates, whether shareholders or not, elected by the Annual Meeting that resolves on its opening and that will set their fees, complying with the legal limits. During its operation, the Audit Committee will have the attributions and powers granted by law. The Audit Committee's term of office will end at the first Annual Meeting held after its opening.

**CHAPTER VI**  
**Fiscal Year, Profits, and Dividends**

**Article 30** - The fiscal year will begin on January 1st and end on December 31st of each year, when the financial statements foreseen in the applicable legislation will be prepared.

**Article 31** - The net income calculated during the fiscal year will be allocated as follows: (a) the portion of five percent (5%) shall be deducted for the establishment of the legal reserve, which shall not exceed twenty percent (20%) of the capital stock; (b) the portion corresponding to at least twenty-five percent (25%) of the net income, calculated on the balance obtained with the deductions and additions provided for in Article 202, I, II, and III of the Corporation Law, shall be distributed to the shareholders as a minimum mandatory annual dividend; and (c) the remaining balance, after complying with the provisions contained in the preceding items of this Article, shall be allocated as determined by the Annual Meeting of shareholders based on the proposal of Management, pursuant to the provisions of Articles 176, paragraph 3, and 196 of the Corporation Law, with due regard for the provisions contained in Article 134, paragraph 4 of said Law. If the balance of profit reserves exceeds the capital stock, the Annual Meeting shall decide on the application of the excess amount in the payment or increase of the capital stock or in the distribution of additional dividends to the shareholders.

**Sole Paragraph** - Dividends not claimed within three (3) years from the date on which they were made available to shareholders will lapse in favor of the Company.

**Article 32** - The Company may draw up semi-annual and/or quarterly balance sheets, and based on such balance sheets it may declare, by resolution of the Board of Directors, interim and intercalary dividends. The interim and intercalary dividends provided for in this Article may be attributed to the minimum mandatory dividend.

**Article 33** - The Company may pay its shareholders interest on own capital, which may be attributed to the minimum mandatory dividend.

**Sole Paragraph** - The interest on equity capital that is not claimed within three (3) years after the date on which it was made available to the shareholders will revert to the Company.

**CHAPTER VII**  
**Disposition of the Controlling interest**

**Article 34** - The direct or indirect disposition of the Company's control, whether by means of a single transaction or by means of successive transactions, must be hired under the condition that the acquirer of control undertakes to conduct a public offering for the acquisition of shares having as its subject matter the shares issued by the Company held by the other shareholders, complying with the conditions and deadlines provided for in the legislation and in the regulations in force and in the Novo Mercado Regulation, so as to ensure them equal treatment with that given to the seller.

**CHAPTER VIII**  
**Liquidation**

**Article 35** - The Company shall be liquidated in the cases provided for by law, with the Annual Meeting being the competent body to determine the form of liquidation and to appoint the liquidator and the Audit Committee that will work during the liquidation period.

## **CHAPTER IX General Provisions**

**Article 36** - The Company, its Shareholders, Managers, and the members of the Audit Committee, effective and alternate, agree to resolve by arbitration before the Market Arbitration Chamber, pursuant to its regulation, any and all disputes or controversies that may arise between them in connection with or arising out of their status as issuers, Shareholders, Managers, and members of the Audit Committee, in particular those arising out of the provisions contained in Law 6385/76, Corporation Law, in the Articles of Incorporation of the Company, in the regulation edited by the National Monetary Council, by the Central Bank of Brazil, and by the Securities and Exchange Commission - CVM, as well as in the other regulation applicable to the operation of the capital market in general, besides those contained in the Novo Mercado Regulations, in the other regulations of B3 and in the Novo Mercado Interest Agreement.

**Article 37** - The investiture of the managers and the members of the Audit Committee, effective and alternate, is conditioned to the signature of an instrument of investiture, which must contemplate their subjection to the arbitration clause referred to in Article 36.

São Paulo, January 27, 2023.

**João Manuel Veríssimo Marques da Cruz**  
Chairman of the Board

**Maria Cristina Cescon**  
Secretary of the Board