



## **CESP - COMPANHIA ENERGÉTICA DE SÃO PAULO**

*Publicly Listed Company*

Taxpayer Identification Number CNPJ: 60.933.603/0001-78

CVM (Brazilian Securities & Exchange Commission) Code No. 00257-7

### **MATERIAL FACT**

**CESP - COMPANHIA ENERGÉTICA DE SÃO PAULO** (“CESP” or the “**Company**”), pursuant to article 157, section 4, of Law 6,404/76 (“**Corporation Law**”) and CVM Resolution 44/21, hereby informs the following, in continuity with the Material Facts disclosed by the Company on October 18<sup>th</sup>, 2021, October 21<sup>st</sup>, 2021, November 24<sup>th</sup>, 2021, December 10<sup>th</sup>, 2021, January 3<sup>rd</sup>, 2022, and January 10<sup>th</sup>, 2022, concerning the proposed reorganization which aims to consolidate into a single entity certain energy assets owned by the Company’s indirect controlling shareholders, Votorantim S.A. (“**VSA**”) and Canada Pension Plan Investment Board (“**CPPIB**” and, together with VSA, the “**Controlling Shareholders**”, and the “**Reorganization**”, respectively), including the investment in the Company.

As informed by the Material Fact disclosed by the Company on October 21<sup>st</sup>, 2021, the Company appointed the Special Independent Committee, in compliance with CVM Guidance Opinion No. 35 (the “**Independent Committee**”), in order to negotiate with its controlling shareholder’s management, VTRM Energia Participações S.A. (“**VTRM**”), the transaction involving a merger of all of the shares issued by the Company by VTRM, excluding the shares that, on the effectiveness date of the merger of shares (“**Closing Date**”), (a) are held by VTRM, (b) are in CESP’s treasury, or (c) have been subject to the exercise of the right of withdrawal by CESP’s shareholders (“**Merger of Shares**”). Also, as informed by the Material Fact disclosed by the Company on January 10<sup>th</sup>, 2022, the Independent Committee submitted to the Company’s Board of Directors its recommendation for the proposed exchange ratio of the shares issued by CESP for shares issued by VTRM related to the Merger of Shares (“**Exchange Ratio**”), which was unanimously approved by the Company’s Board of Directors on the meeting held on January 7<sup>th</sup>, 2022 (“**BDM 01.07.22**”).

Afterwards, on a meeting held on January 21, 2022, the Company’s Board of Directors approved, among other matters, (i) the execution, between the Company and its controlling shareholder, VTRM, of the Private Instrument of Protocol and Justification of the Merger of Shares (*Instrumento Particular de Protocolo e Justificação de Incorporação de Ações da CESP – Companhia Energética de São Paulo pela VTRM Energia Participações S.A.*) (“**Merger Protocol**”), which sets forth, among other matters, the terms and conditions for the Merger of Shares; and (ii) the calling of the extraordinary shareholders meeting of the Company to be held, at first call, on February 15<sup>th</sup>, 2022 to



resolve, among other matters, upon the Merger Protocol, the exit by the Company of the Nível 1 listing segment of B3 S.A. – Brasil, Bolsa, Balcão (“**B3**”) and other matters related to the Merger of Shares (“**ESM**”).

It is worth noting that, according to the Merger Protocol, in order to optimize the market value of VTRM shares, stimulating liquidity and the least impact of price fluctuations, after the VTRM Transaction (as defined below) and before the completion of the Merger of Shares, a grouping of VTRM shares will be carried out, so that 4,253509378 VTRM shares will be grouped into 1 share, without changing VTRM’s capital stock (“**Reverse Stock Split**”).

Considering the above, by force of the Reverse Stock Split, the Exchange Ratio approved on the BDM 01.07.22 will be adjusted proportionately, as described in Exhibit I of this Material Fact, being all of such adjustments already reflected on the Merger Protocol for all purposes.

Still, pursuant to the Merger Protocol, upon the completion of the Merger of Shares, the Company’s shareholders will receive, in consideration for the merged shares issued by the Company held by them, new common and redeemable preferred shares issued by VTRM (“**VTRM Redeemable Preferred Shares**”). The VTRM Redeemable Preferred Shares will be immediately and compulsorily redeemed, in consideration for a cash payment to shareholders (“**Redemption**”).

Pursuant to the Merger Protocol, the Merger of Shares and the Redemption are interdependent and linked events, the effectiveness and consummation of which will be subject to applicable corporate approvals and the implementation of certain conditions precedent (“**Conditions Precedent**”), including, among other usual conditions for this type of operation: (i) the listing of VTRM as a Category “A” publicly held company with the Comissão de Valores Mobiliários (“**CVM**”); (ii) the listing of VTRM on B3 and the admission of its shares to be traded at Novo Mercado, subject to the Redemption; (iii) the completion of certain steps of the Reorganization, including the transfer to VTRM, by VSA and CPPIB, of certain assets and cash (“**VTRM Transaction**”); and (iv) the approval of the Merger of Shares by the debenture holders of the 11<sup>th</sup> and 12<sup>th</sup> debenture issuance of the Company, pursuant to the terms and conditions provided in the respective deeds, or the redemption of the mentioned debentures, pursuant to the applicable terms and conditions set out in the respective deeds.

If approved by the ESM, the Merger of Shares will be conditioned upon and shall only be effective upon the satisfaction (or waiver, as applicable) of the Conditions Precedent, to be verified and declared by the Company and VTRM’s Board of Directors.



Upon the completion of the Merger of Shares, the Company shall become a wholly-owned subsidiary of VTRM, and the totality of the issued shares will be held by VTRM, without any modification in the Company's capital stock.

In compliance with the provisions of CVM Instruction No. 565/2015 ("ICVM 565"), Exhibit I describes the main terms and conditions of the Merger of Shares.

The information and documents related to the calling of the ESM, including the Management Proposal, the Merger Protocol and the opinion of the Fiscal Council regarding the Merger of Shares, will be timely disclosed to the shareholders, under the terms and deadlines of the applicable legislation, and made available in the electronic pages of CVM (<https://www.gov.br/cvm>), of B3 (<http://www.b3.com.br>) and of the Company (<https://ri.cesp.com.br/>).

The Company reaffirm its commitment to keep shareholders and the market in general informed about the progress of the transaction and any other matters that may be of interest to the market.

São Paulo, January 24<sup>th</sup>, 2022.

**Mario Bertoncini**  
Chief Executive and Investor Relations Officer



## EXHIBIT I

In compliance with the provisions set forth in ICVM 565, the main terms and conditions of the Merger of Shares are described below.

### **1. Identification of the companies involved in the transaction and a summary describing the activities developed by them.**

#### **1.1. Company.**

##### *1.1.1. Company's identification.*

The Company is a publicly listed company with head office in the City of São Paulo, State of São Paulo, at Avenida Dra. Ruth Cardoso, 7,221, 12<sup>th</sup> floor, Pinheiros, zip code ("CEP") 05425-070, with its Bylaws registered in the Board of Trade of the State of São Paulo ("JUCESP") under Company Registration Identification Number ("NIRE") 35.300.011.996, registered with the Taxpayer Identification Number ("CNPJ") under No. 60.933.603/0001-78, registered with the CVM as a category "A" publicly listed company under code 00257-7 and listed in the Level 1 segment of B3.

##### *1.1.2. Description of the Company's main activities*

The Company's corporate purpose is to (a) study, planning, design, construction and operation of systems for the production, transformation, transport, and storage, distribution and trade of energy, mainly electric, resulting from the use of rivers and other sources, especially renewable ones; (b) study, planning, design, construction, and operation of dams and accumulation reservoirs and other undertakings, intended for the multiple uses of water; (c) participation in undertakings whose purpose is the energy industry and trade, especially electricity, as well as the provision of services that, directly or indirectly, related to this object; (d) study, design, execution of plans and programs for research and development of new energy sources, mainly renewable ones, directly or in cooperation with other entities; (e) study, preparation, execution of economic development plans and programs in regions of interest to the Company, either directly or in collaboration with other state or private bodies, as well as the provision of information and assistance to help the private or state initiative, which aims at the implementation of economic, cultural, assistance and social activities in those regions, in order to fulfil their social function for the benefit of the community; (f) study, design, execution of afforestation and reforestation of trees, commercialization, and industrialization of trees, timber, and by-products resulting from these activities; (g) research, mining, exploration, and use of mineral resources, mainly energy; and (h) participation in other companies as a partner, shareholder, or quotaholder.



## 1.2. VTRM

### 1.2.1. *VTRM's identification*

VTRM is a stock company with head office in the City of São Paulo, State of São Paulo, at Avenida Dra. Ruth Cardoso, 8,501, 2<sup>nd</sup> floor, room 01, Edifício Eldorado Business Tower, CEP 05425-070 with its Bylaws registered in JUCESP under NIRE 35.300.508.271, registered with the CNPJ under No. 28.594.234/0001-23. VTRM is currently in process of registration as a category "A" publicly listed company under the CVM, as well as for its listing in the Novo Mercado segment of B3.

### 1.2.2. *Description of the VTRM's main activities.*

VTRM's corporate purpose is to (a) participate in other companies, as a stockholder, partner or quotaholder, in Brazil and/or abroad; (b) acquire, administer, manage, operate and maintain generation, transmission and commercialization of energy assets, in their various forms, modalities and stages of development; (c) develop and construct generation, transmission and commercialization of energy assets, in their various forms, modalities and stages of development; (d) study, plan, develop and implement projects of generation, transmission and commercialization of energy, in its various forms and modalities; and (e) render services to third parties related to the activities mentioned in the previous items, including services related to operation and maintenance.

## 2. **Description of the Transaction's purpose**

The Merger of Shares is part of the Reorganization, which aims to consolidate certain investments of the Controlling Shareholders in the energy sector, including the investment in the Company's assets, into a single entity, VTRM, whose shares must be admitted to trading on B3's special listing segment called Novo Mercado.

The parties understand that the Brazilian energy sector has become increasingly dynamic and that current trends, based on the energy transition, the growth of competitiveness and addition of renewable sources, and the market opening process, with the consequent migration of customers from the captive market to the free energy market, provide important avenues for growth and new opportunities.

In this context, the parties understand that the Reorganization, including the Merger of Shares, will enable VTRM to become one of the main publicly listed companies in the Brazilian electricity sector, and one of the largest energy traders in the country.

As a result, it is believed that the Company's shareholders will have access to new and clear growth opportunities.



### 3. Transaction's main benefits, costs, and risks

#### 3.1. Benefits

The Reorganization, by which the Merger of Shares is inserted, will give rise to a unique platform in the sector, which will have the following strategic advantages:

- (i) *Large platform with long duration assets*: New VTRM will have an aggregate capacity of 3.3 GW (approximately the double of CESP's size) and assets which permits and concessions will expire, on average, only in 2050;
- (ii) *Diversified base of generation assets with 100% renewable sources*: portfolio composed by 70% hydraulic (10 UHEs), and 30% wind (31 wind farms);
- (iii) *Important growth avenues*: both organic, represented by the 1.9 GW pipeline of projects under development by the New VTRM, and inorganic, becoming a natural consolidator of the sector;
- (iv) *Leadership position in the energy trading segment*: one of the largest trading companies in Brazil, with over 400 clients in its portfolio and an average 2.6GW of energy commercialized in 2020;
- (v) *Solid financial capacity*: BRL 5.8 billion in annual revenues in 2020, with Adjusted EBITDA of BRL 1.4 billion in 2020 and a net debt to Adjusted EBITDA ratio of 0.7 times, considering the cash contribution of BRL 1.5 billion by CPP Investments; and
- (vi) *Best ESG Practices*: 100% renewable portfolio, according to trends in decarbonization and mitigation of climate change impacts, development and execution of recognized social programs and initiatives, in addition to the highest level of corporate governance (Novo Mercado).

In this context, it is believed that the Merger of Shares may generate positive effects, consistent of the increasing ability to attract investments through the financial and capital markets and the improvement of the appreciation of the parties' assets, providing the creation of value to shareholders.

#### 3.2. Cost Estimative.

It is estimated that the direct costs and expenses for the consummation of the Merger of Shares (e.g., financial and legal advisors, evaluators and auditor's fees, besides the



costs for the elaboration and publishing of the corporate acts) are approximately BRL 25,000,000.00.

### 3.3. Risks

Upon the completion of the Merger of Shares, the shareholders will remain exposed to the Company's risks contained in Section 4 of the Company's Reference Form.

In addition, upon the consummation of the Merger of Shares, the Company's shareholders will integrate VTRM's shareholding structure, and, therefore, will be subject to the risks related to VTRM's business, which, through the implementation of the Reorganization, will become a publicly listed company listed in B3's listing segment called Novo Mercado and will consolidate the investments in the energy sector.

VTRM is a *holding* company, so its cash flow consists almost exclusively of the subsidiaries and invested companies' distributions in the form of dividends.

In this sense, VTRM's results and capacity to distribute dividends to its shareholders depends on the transactions, its cash flow, and the subsidiaries and invested companies' profits, being that these entities may be subject to obligations due to financial agreements, loans or issuance of securities that limits the transfer of dividends to VTRM.

Moreover, VTRM's growth potential and capacity to generate results is attached to the subsidiaries and invested companies' capacity and efficiency to execute projects and operate assets.

VTRM's business is also subject to its subsidiaries and invested companies' capacity to maintain licenses, authorizations and concession contracts awarded by the competent authorities current, and the discontinuity or failure to obtain these licenses, authorizations or concession contracts may adversely affect VTRM, its subsidiaries and invested companies.

## 4. **Share exchange ratio**

Pursuant to the terms of the Material Fact of January 10<sup>th</sup>, 2022, following the recommendation of the Independent Committee, the Company's Board of Director approved the following share exchange ratio under the Merger of Shares:

- (i) 6.567904669174 new common shares, registered, book-entry and with no par value, issued by VTRM for each 1 (one) incorporated share issued by the Company, irrespective of the type or class; and



- (ii) 0.095425888495 new preferred shares, registered, book-entry and with no par value, compulsorily redeemable, issued by VTRM for each 1 (one) incorporated share issued by the Company, irrespective of the type or class.

In order to optimize the market value of the VTRM shares, stimulating its liquidity and the least impact of the price variations, after the VTRM Transaction and before the completion of the Merger of Shares, the Reverse Stock Split will be carried out, in a manner that each 4.253509378 shares issued by VTRM will be grouped into 1 (one) share, without changing the capital stock of VTRM.

As a result of the Reverse Stock Split, the share exchange ratio approved by the Board of Directors was adjusted proportionately, in the following terms:

- (i) **1.544114302635** new common shares, registered, book-entry and with no par value, issued by VTRM for each 1 (one) incorporated share issued by the Company, irrespective of the type or class; and
- (ii) **0.022434625149** new preferred shares, registered, book-entry and with no par value, compulsorily redeemable, issued by VTRM for each 1 (one) incorporated share issued by the Company, irrespective of the type or class.

The Merger Protocol provides further details on the calculation of the Exchange Ratio, in line with the described above.

The Exchange Ratio may be proportionally adjusted in the event of a change in the number of shares in VTRM and CESP's capital stock, including any splits, reverse splits and bonuses of VTRM or CESP's shares, as applicable, and revenues (including dividends and interest on equity) that may be declared by VTRM or CESP until the effectiveness or the Merger of Shares, except in relation to the Stock Grouping, which was already considered for the purposes of the Exchange Ratio.

Considering the number of shares currently issued by the Company and the number of shares in treasury on this date, (i) up to 196,369,563 registered, book-entry shares at no par value issued by CESP would be incorporated by VTRM, being up to 7,050,066 common shares, up to 7,301,808 class "A" preferred shares and up to 182,017,689 class "B" preferred shares; and (ii) the Company's managers would subscribe, on behalf of CESP's shareholders, in proportion to their respective holdings in CESP's capital stock, up to 307,622,529 new registered, book-entry shares at no par value, of which up to 303,217,051 are common shares and up to 4,405,478 are preferred shares compulsorily redeemable.





For illustrative purposes, assuming the maximum number of shares issued by the Company merged into VTRM as mentioned in the preceding paragraph, on the Closing Date of the Merger of Shares, immediately after the Merger of Shares and the Redemption, VTRM's capital stock will be up to BRL 5,940,136,584.99, divided into up to 1,000,000,000 common, registered, book-entry shares at no par value, distributed among the shareholders as follows:

Shareholders	Shares	Equity Stake
VSA	377,434,774	37.74%
CPPIB	319,348,174	31.94%
Other shareholders	303,217,052	30.32%
<b>Total</b>	<b>1,000,000,000</b>	<b>100.00%</b>

Pursuant to the Merger Protocol, considering that the number of shares issued by the Company effectively incorporated by VTRM depends on the number of shareholders that eventually exercise their right to withdraw, it will be up to VTRM's Board of Directors, considering the Exchange Ratio, adjusted as applicable, to ratify the final amount of VTRM's capital increase and the number of new VTRM shares to be effectively issued and attributed to the Company's minority shareholders.

#### 5. Criteria for fixating the exchange ratio

The Exchange Ratio was freely negotiated between VTRM's management and the Independent Committee, and included the following assumptions:

- (i) the equity value assigned to Votorantim Geração de Energia S.A. ("VGE") assets to be contributed in VTRM under the VTRM Transaction (as defined below), – excluding the value of the equity stake held by VGE in VTRM – was BRL 2,800,669,753.7729;
- (ii) the cash contribution by CPPIB in VTRM under the VTRM Transaction in the total amount of BRL 1.5 billion;
- (iii) the equity value attributed to VTRM – without considering the equity stake held by VTRM in the Company and the effects of the VTRM Transaction – was BRL 4,463,169,518.0417;
- (iv) the equity value attributed to the Company was BRL 9,144,291,052.61956, equivalent to approximately BRL 27.93 per share (regardless of class or type and disregarding treasury shares);



- (v) to determine the equity value indicated above, the base date of December 31<sup>st</sup>, 2021, was considered using a discounted cash flow methodology; and
- (vi) the Redemption, at a value of BRL 0.40 per Company's share and in the total amount of BRL 78,547,833.46, considers the estimate of the taxes to be withheld, by VTRM, from the non-resident investors due to the transaction.

**6. Main assets and liabilities that will form each portion of the patrimony, in the event of a spin-off.**

Not applicable, as there will be no spin-off operation.

**7. Whether the transaction has been or will be submitted for approval by Brazilian or foreign authorities.**

The Merger of Shares was approved by the Brazilian System for the Competition Defense, composed of the Administrative Council for Economic Defense - CADE and the Ministry of Economy's Secretariat for Economic Monitoring - SAE, according to the decision published in the Official Gazette on November 24, 2021, and with transit in *rem judicata* on December 10, 2021.

The consummation of the Merger of Shares is not subject to the previous authorization of the Electric Energy National Agency - ANEEL, pursuant the legislation and applicable regulation's terms, provided that there is no change in the Company's indirect shareholding control.

The VTRM Transaction was also submitted to the European and Turkish competition authorities, and these authorities approved the completion of the VTRM Transaction.

**8. In transactions involving controlling companies, subsidiaries or companies under common control, the share exchange ratio is calculated in accordance with article 264 of the Brazilian Corporate Law.**

In compliance with the provisions of article 264 of the Brazilian Corporation Law, VTRM hired Ernst & Young Assessoria Empresarial Ltda., a company with head office in the City of São Paulo, State of São Paulo, at Avenida Presidente Juscelino Kubitschek, 1,830, 6<sup>th</sup> floor, Itaim Bibi, CEP 04543-00, registered with the CNPJ under No. 59.527.788/0001-31 (the "**Appraiser**") to evaluate the shareholders' equity in the Company and in VTRM, adjusted to market prices.

If the exchange ratio was calculated based on the criteria of shareholders' equity adjusted to market prices, the Company's shareholders would receive, for each 1 (one)



share issued by CESP held by them, (a) **1.579287006987** new common shares issued by VTRM; and (b) **0.033163333725** new preferred shares compulsorily redeemable issued by VTRM (“Ratio of Comparative Replacement”):

	Equity at market price (BRL)	Shares (#)	Value per share (BRL)
CESP	6,367,267,000.00	327,389,618	27.930913351747
(-) Redemption Value (A)			(0,400000000000)
(=) Value per CESP’s Share ex Redemption (B)			19.048591677699
VTRM* (C)	8,404,257,000	696,782,949	12,061144739637
Ratio of Comparative Replacement – ON (B)/(C)			<b>1,579287006987</b>
Ratio of Comparative Replacement – PN (A)/(C)			<b>0,033163333725</b>

\* Considers VTRM’s equity interest in CESP.

# Total shares after the Reverse Split, Total CESP shares reduced by 113,055 treasury shares.

## 9. Applicability of the right of withdrawal and refund value

The Company’s shareholders that do not approve the Merger of Shares, whether due to dissent, abstention, or non-attendance to the ESM, will be assured the right to withdraw from the Company, which may be exercised regarding all or part of the Company’s shares of which they were holders uninterruptedly between October 18<sup>th</sup>, 2021, inclusively, and the Closing Date.

The reimbursement amount will be of BRL 22.011123326794 per share, corresponding to the book value of the Company’s shares, disregarding the treasury shares on the date of the Merger Protocol, according to the financial statements approved by CESP on December 31<sup>th</sup>, 2020, pursuant the law in force.

The Company’s dissenting shareholder, upon submission of its notice regarding the exercise of its withdrawal right, may request the drawing up of a special balance sheet to determine the share’s reimbursement value, in compliance with the provisions of the article 45 of the Brazilian Corporate Law. The special balance sheet will be prepared in



a date prior to the approval of the Merger of Shares. The special balance sheet's date will be set by the Company's management, provided that the approval of the Merger of Shares must take place within a maximum term of 60 days as of the date of the special balance sheet and the approval date of the Merger of Shares. The special balance sheet for purposes of reviewing the reimbursement amount payable to the dissenting shareholders that request such right shall be approved by the Board of Directors of the Company.

The value of the reimbursed shares will be paid to the dissenting shareholders on the Merger of Shares consummation date, as determined by the Board of Directors, after the verification of the Conditions Precedent, subject to the applicable operational process and terms of the B3 clearing and the financial institution providing bookkeeping services to CESP to complete the payment to the shareholders. In case it is requested that the special balance sheet is drawn-up, the requesting shareholder shall receive, on Closing Date, 80% of the reimbursement amount calculated based on the net worth of CESP on December 31, 2020 and the balance (if any) shall be paid within 120 days following Closing Date.

The transaction will only be completed if the amount destined to the payment of the right of withdrawal of the Company's shareholders does not jeopardize CESP's financial stability, as provided for in section 3 of article 137 of the Corporation Law.

Since the Ratio of Comparative Replacement is more advantageous for the Company's minority shareholders than the Exchange Ratio effectively adopted, the Company's shareholders dissenting from the resolution approving the Merger of Shares may choose, upon the exercise of its withdrawal right, to receive, as reimbursement, the amount of BRL 19.448591677699 per share, corresponding to the book value of the Company's shares, on September 30<sup>th</sup>, 2021, adjusted to market prices, disregarding treasury shares, pursuant to article 264, section 3, of the Corporation Law.

## **10. Other relevant information**

Closing Date and Conditions Precedent. The effectiveness of the Merger of Shares is subject, pursuant to Articles 125 and 126 of the Civil Code, to the implementation, cumulatively, or waiver, when applicable, of the Conditions Precedent, to be verified by the Board of Directors, as provided for in the Merger Protocol. The Merger of Shares will produce all effects, fully and automatically, without the need for additional formalities, on the Closing Date set by the Board of Directors, as provided for in the Merger Protocol.

Appraisal Report. Under the terms of article 226 and section 1 of article 252 of the Corporations Law, an appraisal report was prepared by the Appraiser for the appraisal of the Company's shares, using the criteria of economic value through the methodology



of discounted cash flow at present value, with the approach of free cash flow for the company.

Financial Statements. In compliance with article 6 of ICVM 565, VTRM has also prepared and will make available to shareholders interim financial statements with a base date of September 30<sup>th</sup>, 2021. Additionally, in compliance with article 7 of ICVM 565, VTRM prepared “proforma” accounting information for VTRM, showing the effects of the Merger of Shares and of the Redemption, accompanied by a reasonable assurance report issued by Pricewaterhousecoopers Auditores Independentes Ltda., a company with head office in the city of São Paulo, State of São Paulo, at Avenida Francisco Matarazzo, 1,400, 9<sup>th</sup>, 10<sup>th</sup> and 13<sup>th</sup> to 17<sup>th</sup> floors, Torre Torino, Água Branca, registered with the CNPJ under No. 61.562.112/0001-20, in compliance with the regulations in force.

ESM’s documents. The documents related to the ESM, including the Merger Protocol, the appraisal report of the shares object of the Merger of Shares, the appraisal report of the shareholders' equity of the Company and VTRM adjusted to market prices, the financial statements, as well as the Fiscal Council’s opinion regarding the Merger of Shares, in addition to the documents required by the Corporate Law and by the CVM Instruction No. 481/2009, will be made available to shareholders in due course on the websites of CVM (<https://www.gov.br/cvm>), B3 (<http://www.b3.com.br>) and the Company (<https://ri.cesp.com.br/>).

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