

COMPLIANCE AND INTERNAL SYSTEM FOR INFORMATION AND PROTECTION OF WHISTLEBLOWERS POLICY

July 17, 2023

1. Introduction

The Board of Directors of NEOENERGIA S.A. (the "Company", "Neoenergia") is vested with the power to design, evaluate and review the Company's Governance and Sustainability System on an on-going basis and specifically to approve and update the corporate policies, which contain the guidelines governing the conduct of the Company and of the companies belonging to the group of companies of which the Company is the controlling entity (the "Group", "Neoenergia Group").

The Company has, over the last few years, developed a corporate culture based on ethics and honesty, seeking to actively participate in the challenge of fighting against corruption and fraud in all action areas of the Neoenergia Group.

The Company has established its own Compliance System whose purpose is to prevent, manage and mitigate the risk of irregular conduct and illegal acts or actions against the law and the Governance and Sustainability System, which may be committed within the organization and ensure that the organization acts in accordance with ethical principles, the law, internal rules and regulations.

Therefore, in the exercise of the aforementioned responsibilities and within the scope of the law, the *Bylaws* and the guidelines for action established in the *Purpose and Values of the Neoenergia Group*, and in line with its culture of preventing irregular, illegal or unlawful conduct and the Governance and Sustainability System, and with strong commitment to business ethics and integrity, the Board of Directors approves this *Compliance and Internal System for Information and Protection of Whistleblowers Policy* (the "**Policy**").

This *Policy* improves and supersedes the *Crime Prevention Policy*, revoked on July 17, 2023, incorporating the latest regulatory requirements, latest trends and the highest international standards in the compliance field.

This Policy is supplemented by the Policy Against Corruption and Fraud.

2. Purpose

2.1. The purpose of this *Policy* is to establish the principles that govern the commitment of the Company and the Group's companies with: a) the prevention, detection and response to any irregular, unlawful conduct or acts against the law or the Governance and Sustainability System; b) combat corruption and illegal acts in all activities, both as an expression of its compliance culture and its social commitment to the public interest;

c) prevention of possible reputational damage and, ultimately, the value of the Group's shares and brand.

2.2. Since it explains the Group's commitment with its purpose and values, ethical principles and permanent monitoring and sanctioning of irregular conduct and acts against the law or the Governance and Sustainability System, this *Policy* provides the maintenance of effective communication mechanisms, awareness and sensitization of all employees and the development of a corporate culture of ethics and honesty, thus contributing to fulfill the Sustainable Development Goals (SDG) approved by the United Nations (UN).

2.3. This *Policy* attributes to the Group's shareholders, members of management bodies and employees, as well as other stakeholders, a strong message of opposition to any irregular practices, acts against the law or the Group's Governance and Sustainability System.

2.4. In addition, this *Policy* includes the fundamental principles for regulating the internal communication systems available to the Group's companies, so that shareholders, members of its management bodies, its employees, vendors, as well as other stakeholders, may report possible irregular conduct or potential acts against the law or the Governance and Sustainability System, as established in section 7 of this *Policy*, without prejudice to the amendments or adaptations that may be required to comply with applicable regulations in each of the Group's companies.

3. Scope of Application

3.1. This *Policy* is applicable in the Company and companies comprising the Group, as well as in invested non-Group companies over which Neoenergia has effective control, within the legally established limits.

3.2. Without prejudice to the provisions of the previous paragraph, associated companies listed in the country and their subsidiaries, in accordance with their own special framework of enhanced autonomy, shall be able to approve their own compliance policy in order to comply with the requirements arising from their status as a listed company. In any case, this policy must be in compliance with the principles established in this *Policy* and other environmental, social, corporate governance and regulatory compliance policies of the Neoenergia's Governance and Sustainability System and must be informed to the Company's Compliance Unit through the channels implemented for this purpose.

3.3. The members of the management bodies and Group employees to which other sector policies, standards or principles also apply, or those derived from legislation, must also comply with them and the corresponding coordination measures will be established so that such policies, rules or principles are consistent with the provisions of this *Policy*.

People acting as representatives of the Company and Group's companies in companies and entities outside the Group must observe the provisions of this *Policy* and uphold, as much as possible, the application of its principles in such companies and entities.

In addition, this *Policy* is also applicable, where appropriate, to joint ventures and other

equivalent associations, if the Company or other Group's company takes on their management aiming at the promotion, as far as possible, and the application of its principles.

4. Main principles of operation

4.1. The basic operating principles of the Company and the Group's companies, on which this *Policy is based*, are detailed below:

- a) Promote a preventive culture based, on one hand, on the “zero tolerance” principle for irregular practices, acts against the law or the Governance and Sustainability System; and, on the other hand, in the application of the principles of ethics and responsible behavior which must govern the actions of the members of the management bodies, of the Group's employees, regardless of their hierarchy level, geographic location or functional dependency, as well as suppliers across the Group.

This “zero tolerance” principle is absolute and prevails over any possible benefits (whether financial or otherwise) for the Group or its officers or employees, when this is based on a business or transaction that is irregular, illicit or against the law or the Governance and Sustainability System and, in particular, the ethical principles established in the *Code of Ethics*.

- b) Group companies must develop their own effective, self-reliant, independent and robust compliance systems - in accordance with the best and most advanced international practices in the field - applicable to all activities carried out by them and based on solid ethical and legal principles, which contribute to the full realization of the *Purpose and Values of the Neoenergia Group* and corporate interest.
- c) Within the scope of promoting its preventive culture, promote processes of self-control in the actions and decision-making of the members of the board and employees, so that their actions are based on four basic premises: (i) that they are ethically acceptable; (ii) that are legally valid and comply with the provisions of the applicable legislation and internal rules, including the Governance and Sustainability System and, in particular, the *Code of Ethics*; (iii) that are carried out within the scope of the Group's corporate interest; as well as (iv) that they are willing to take responsibility for them.
- d) Within the Group's activities, identify and assess the risks associated with irregular conduct and acts that are illicit, illegal or against the law or the Governance and Sustainability System.
- e) Establish proper controls and preventive measures (including, but not limited to, those set forth in the internal regulations and procedures approved for this purpose) for identification, control, mitigation and prevention of irregular actions, illegal practices or acts against the law or the Governance and Sustainability System, as well as the risks identified, in line with the provisions of the *General Risk Management and Control Policy* and the *Sustainable Development Policy*.

- f) Adopt suitable measures so that relations between Group employees with any other company and its members are governed by the principles of transparency and honesty, as well as respect for free competition.
- g) Encourage the Group's relations with its shareholders to be based on ethics and integrity.
- h) Ensure that the Group's relationship with its suppliers is based on legality, business ethics, efficiency, transparency and honesty and that they are in compliance with the policies, rules and procedures established within the Group's perimeter related, in particular, to the prevention of corruption in any of its manifestations, taking suitable due diligence practices to promote fair, sustainable and responsible business conducts in all supply chains.
- i) Implement training programs and suitable communication plans for the Group's employees, as well as for third parties with whom they interact regularly, regarding the duties imposed by the applicable legislation in any of the activity areas or established in the Governance and Sustainability System or in other internal regulations and the consequences of their non-compliance, often enough to ensure that your knowledge of the subject of this *Policy* is updated.

In particular, specific training programs should be carried out to provide information on the whistleblowing system and its functioning, as well as on the established procedure for dealing with complaints and information received through the system and the measures to protect and support whistleblowers.

- j) Sanction, in accordance with the provisions of the applicable legislation: (i) conducts that contribute to preventing or hindering the discovery of irregularities or illicit practices or acts against the law or the Governance and Sustainability System; (ii) violation of the specific duty to communicate, through reporting channels, potential irregularities or violations of which one is aware; and (iii) the adoption of any type of retaliation against the whistleblower (or related people) of the aforementioned conduct.
- k) Seek fair, non-discriminatory and proportionate application of sanctions, pursuant to the provisions of the applicable legislation at all times.
- l) Provide all assistance and cooperation that may be required by internal or judicial and administrative bodies or by national or international institutions and organizations, including antitrust authorities, in compliance with applicable legislation, for the investigation of alleged irregular or illicit practices or acts against the law or the Governance and Sustainability System that may have been perpetrated by members of the management entities or by employees of the Company and other companies of the Group, and that refer to or affect the scope of its activities.

4.2. Monitoring and compliance with the principles contained in this *Policy* contribute to the full realization of the *Purpose and Values of the Neoenergia Group* and corporate interest, in accordance with the applicable legislation and, in particular, with the Governance and Sustainability System and in line with the conduct principles and

guidelines intended to guarantee ethical and responsible conduct of the directors, employees and suppliers of the Company and Group's companies.

5. Compliance systems.

5.1 Neoenergia has a Compliance System, which integrates all standards, formal procedures and material actions aimed at ensuring that the Company acts according to ethical principles, the law and internal regulations, especially the Governance and Sustainability System, contributing to the full realization of the *Purpose and Values of the Neoenergia Group* and corporate interest, as well as preventing, managing and mitigating the risk of regulatory and ethical violations, which may be committed by officers, employees or their vendors within the organization.

5.2. The Company's Compliance Unit proactively and autonomously oversees the implementation and effectiveness of the Group's Compliance System, without prejudice to the responsibilities corresponding to other bodies and divisions of the Company.

5.3. In turn, the controlled companies have their own compliance systems, the application and effectiveness of which must be proactively and autonomously monitored by their respective compliance units, without prejudice to the proper coordination carried out at all levels of the Group.

5.4. The compliance systems mentioned above are in a continuous review process to incorporate the most advanced international practices and trends in this field and the regulatory requirements of each instance, in addition to guaranteeing the dissemination, implementation and monitoring of the principles of action established in this *Policy*.

5.5. For these purposes, the Company's Compliance Unit and the compliance units of the controlled companies, configured according to the highest standards of independence and transparency, and each of them with at least one member unrelated to any of the Group's companies, enjoy the autonomy and capacity for initiative and control required, relying on proper material and human resources for the performance of its functions.

5.6. It is understood that the previous item does not affect the departments dedicated to the prevention of specific risks and to the control of activities, which may be required or convenient to create in certain companies of the Group, for purposes of compliance with the sectoral or state legislation in which they carry out their activities, with which the corresponding compliance units will establish the appropriate coordination relationships, according to applicable legislation.

5.7. The key elements of the Company's Compliance System are, on the one hand, its crime prevention program and, on the other hand, the Company's reporting system, which includes, among others, several appropriate channels for reporting possible irregular conducts and practices, or acts against the law or the Governance and Sustainability System in the terms indicated in section 7 of this *Policy* (the "**Reporting System**").

5.8. The Company and the other Group's companies shall have their respective compliance systems periodically audited by an independent expert.

6. Crime prevention programs

6.1. With regards to the basic principle related to identification and assessment of risks associated with irregular conduct and practices, acts against the law or the Governance and Sustainability System, the Company shall implement a specific program and effective means of preventing the perpetration of crimes through the Compliance Unit and other competent bodies - perceived as a set of measures aimed at preventing and mitigating the risk of committing possible crimes and detecting and reacting to their perpetration.

6.2. Likewise, the other Group's companies shall implement programs for prevention of equivalent felonies through their respective compliance units (or compliance departments or roles), which have full responsibility and autonomy for their management.

6.3. The purpose of these programs is: (i) to reinforce the existing commitment of the Company and the Group's companies to combat criminal practices, especially corruption in any of its manifestations and fraud; and (ii) to demonstrate to third parties and judicial and administrative bodies that the Group effectively fulfills its duties of supervision, monitoring and control of its activities, establishing suitable measures for prevention of felonies; iii) to exercise due diligence in its activities and control over the members of its management bodies, its employees and other related personnel, considering its governance model, including in this control the supervision of potential criminal risk situations that may arise within the scope of its activity, even when it is not possible to be attributed to a specific individual.

6.4. The Company's Compliance Unit shall be responsible for ensuring the implementation, development, updating and compliance of the Company's felony prevention program, as well as for coordinating its implementation, development and compliance with similar programs in other companies of the Group, without prejudice to the competences and responsibilities corresponding to other bodies and divisions of the Company and, if applicable, to the administration and management bodies of the subsidiaries and the compliance units of these companies.

6.5. On the other hand, the Company's Compliance Unit shall evaluate, at least once a year, the fulfillment and effectiveness of its felony prevention program, and the convenience of its modification and periodic updating, whenever circumstances so require.

6.6. The same assessment must be carried out by the compliance units of the subsidiaries regarding felony prevention programs of their respective companies.

7. The company's internal information system

The Company expresses its intention to create an environment of transparency and to encourage respect for the law and the rules of conduct established in the *Code of Ethics* by its officers, employees and vendors and, for this reason, it implemented an internal communication system in accordance with the applicable regulations, to encourage communication or information of possible irregular conducts or potentially illegal practices or acts against the law or the Governance and Sustainability System, with transcendence in the sphere of the Company, in its contractual relationship with its

suppliers or within the interests and image of the Company (the "**Conduct**").

The internal information system is designed and managed in a safe way to ensure: (i) the confidentiality of the identity of the informant and of any third party mentioned in the complaint or information, and of the actions taken in the management and processing thereof, as well as the protection of personal data, preventing access to the content of the investigation by unauthorized personnel; and (ii) that complaints or information submitted may be handled effectively within the Company.

7.1 Information channels

7.1.1. The Company established for board members, employees and vendors, as well as for other third parties provided for in the applicable regulations, the duty to report any Conduct of which they become aware through reporting channels.

7.1.2. For this purpose, the Company has established channels for receiving reports (the "**Reporting Channels**"), which enable shareholders, officers, employees, vendors and other third parties, including the society in general, to report any conducts, either in writing, by telephone, through the corresponding form located on the Company's corporate website, or by any another means established.

7.1.3. Notwithstanding the existence of a specific channel for complaints, the Company must receive, process and address any communication of irregular conduct that is discovered, respecting the same principles of confidentiality and protection of the whistleblower applicable to the whistleblowing channel.

7.1.4. The internal information system includes all information channels ("Channels") established by the Company for communicating behavior-related complaints or information by shareholders, officers, employees, vendors and other third parties, as provided by law.

7.1.5. The reporting channels enable preventing and detecting improper conduct, making them the preferred way to report this type of conduct and to process complaints or information.

7.1.6. The Company and the Group's companies also provide consultation channels with the aim of allowing their managers and professionals to clarify doubts about the application of the Code of Ethics and proper treatment of integrity dilemmas.

7.1.7. As for complaints, they can be made anonymously and must meet correctness, legitimacy and proportionality criteria, cannot be used for purposes other than the defense of legal compliance and together with the principles of Governance and Sustainability System of the Company. Complaints will be processed in accordance with the procedure established by the Board of Directors in the *Compliance Unit Regulations*.

7.2 Informant protection and safeguards

7.2.1. According to the terms set out in the regulation, the Group undertakes not to practice (and ensure your employees do not practice) any form of direct or indirect retaliation, including threats or attempts to retaliate, against: i) any person who has

reported any conduct through the Reporting Channels or by any other means, unless the report or information is false or that the person has acted in malice; ii) any individual who, within the scope of the organization in which the complainant provides services, assists the complainant in the process, or is related to him/her, as an employee representative, co-worker or family member; iii) any individual who contributes to the investigation process as a witness or informant; iv) any legal person for which the whistleblower works or with which he has another type of relationship within an employment scenario, or in which (s)he holds significant shareholding.

7.2.2. For these purposes, among other actions, retaliation or reprisals against the person who communicated the complaint or information are considered to be:

- (a) the following measures, provided they have not been taken in the regular exercise of management authority under the terms of the applicable legislation, due to proven circumstances not related to the presentation of the complaint or information: (i) the suspension of the employment contract; (ii) dismissal or termination of employment or statutory relationship; (iii) imposition of any disciplinary measure; (iv) the demotion or denial of promotions and any other substantial modification of working conditions; and (v) the non-conversion of a temporary employment contract into an indefinite contract, if the person providing the information had legitimate expectations in this regard;
- (b) harm, including damage to reputation, or financial loss, coercion, intimidation, harassment or ostracism;
- (c) negative evaluation or references regarding work dissociated from professional performance;
- (d) blacklist or dissemination of negative information in a specific sectoral area, which makes it difficult or impossible for the person to access employment or professional activities;
- (e) the refusal or revoking of a license or permission;
- (f) refusal of training; and
- (g) any form of discrimination, unfavorable or unfair treatment.

7.3 Internal information system management

7.3.1. The Company's Compliance Unit is the department responsible for managing the Group's Internal Information System and for processing and managing opened investigation files based on reports or information received through Reporting Channels, according to the information management procedure established by the Board of Directors in the *Compliance Unit Regulations*, bestowing the aforementioned management and processing powers to the Chief Compliance Officer.

7.3.2. Based on this, the Company's Compliance Unit investigates any complaint or

information of a fact that may allegedly constitute inappropriate conduct, regardless of its economic relevance, as soon as possible, guaranteeing the rights of the informant, as well as rights to privacy, honor, defense and the presumed innocence of the investigated or affected people, according to the internal procedure established by the Board of Directors for this purpose and regulated in the *Compliance Unit Regulations*.

7.3.3. The procedure for handling complaints or information forwarded through the information channels, in case of facts that evidence criminal activities as typified by law, after the input of the Company's legal department, establishes the immediate forwarding of the information to competent authorities.

7.3.4. In addition, the Audit and Risk Oversight Committee shall have direct access to reports or information that may tangibly affect the Company's financial statements or internal control. For these purposes, the Company's Compliance Unit shall inform the aforementioned Committee of the existence of the aforementioned complaints or information and shall provide it with any documentation that may be requested regarding the investigation proceedings.

7.3.5. The Company's Board of Directors may, after due evaluation, entrust the management of the Information Channels to a third party that provides suitable guarantees of independence, confidentiality, protection of personal data and secrecy in whistleblowing or reporting, subject to a report by the Sustainability Committee.

8. Internal information systems in other Group's companies

8.1. The Group's subsidiaries have their own internal information systems, which include appropriate information channels, although they may share the use of corporate tools, managed by their respective compliance departments, according to the principles established in this *Policy*.

9. Policy Implementation

9.1 The Company's Compliance Unit proactively oversees the application and effectiveness of this *Policy* and publishes its content between its recipients, all of this without prejudice to the responsibilities corresponding to other areas and departments of Neoenergia and, if applicable, to the management boards of the subsidiaries and respective compliance units of said subsidiaries.

9.2. Subsidiaries may adopt policies, rules and guidelines that adapt and develop the provisions of this *Policy* to the particularities of each location, state or business, informing the Company's Compliance Unit through the channels established for such purposes.

10. Policy Review

The Sustainability Committee shall regularly review the contents of this *Policy*, ensuring that it reflects the recommendations and best national and international practices in force at each instance, and shall propose amendments and updates to the Board of Directors that contribute to the development and ongoing improvement thereof, taking into account any suggestions or proposals made by the Group's employees and compliance specialists, whenever appropriate.

This *Policy* was initially approved by the Board of Directors on July 17, 2023.