

# Policy for Disclosure of Relevant Information and Preservation of Confidentiality

July 16, 2019

## 1. PURPOSE

This Policy for Disclosure of NEOENERGIA S.A. ("NEOENERGIA", "Company") aims to establish the rules that will regulate the use and disclosure of Relevant Information within the scope of the Company, in compliance with specific legislation and regulations of the CVM and other regulatory bodies to which the Company and/or its Subsidiaries are subject, as well as rules and guidelines that must be observed by the Executive Board of Finance and Investor Relations and other Related Persons with regard to the use, disclosure of Relevant Information and maintenance of confidentiality regarding Relevant Information that has not yet been disclosed to the public, ensuring transparency and equity regarding publicity and disclosure of information to investors and the stock market in general, without privileging some to the detriment of others.

This Company's Policy for Disclosure was prepared in accordance with CVM Instruction 358, as amended, as well as in accordance with the New Market Regulations, which must always be observed in conjunction with this Policy for Disclosure.

Any doubts about the provisions of this Policy for Disclosure, the applicable regulations issued by the CVM and/or about the need to disclose or not certain information to the public must be clarified by the Investor Relations Officer appointed by the Company's Board of Directors, subject to the provisions below.

The definitions of terms used in this policy have the meanings given in Annex I.

## 2. DUTIES AND RESPONSIBILITIES REGARDING THE DISCLOSURE OF RELEVANT ACT OR FACT

2.1. Without prejudice to the provisions of applicable legislation, the New Market Regulation, the CVM regulations and other regulatory bodies to which the Company and/or its Subsidiaries are subject, the Company's Investor Relations Officer is the person responsible to:

- (i) disclose and communicate to the CVM, through an electronic system available on the CVM page on the world wide web and, if applicable, to the Stock Exchanges where the Securities issued by the Company are admitted to trading, immediately after awareness, any Relevant Information occurring in or related to the Company's business;
- (ii) ensure its broad and immediate dissemination simultaneously in all markets in which the Company has Securities admitted for trading, as well as to the investing public in general;
- (iii) provide the competent bodies, when required by them, with clarifications and disclose a relevant act or fact in the event that they escape control or if there is an atypical fluctuation

in the quotation, price or quantity traded of the Securities issued by the Company or referenced to them, or if the CVM decides to disclose them; and

(iv) interview Related Persons with access to relevant acts or facts, in the case of subitem (iii) above, with the aim of ascertaining whether they are aware of information that should be disclosed in the market.

2.2. The communication of Relevant Information must be made immediately by means of a written document, in a clear and precise manner, in language accessible to the investing public, describing in detail the acts and/or facts that occurred, indicating, whenever possible and necessary, the values involved and other clarifications.

2.3. Any Related Person who is aware of acts or facts that may constitute Relevant Information must immediately communicate it to the Investor Relations Officer, and it is also certain that Related Persons who are aware of Relevant Information not disclosed within 3 (three) business days upon proven receipt of a written communication to this effect, addressed to the Investor Relations Officer, must communicate said Relevant Information directly to the CVM and the Stock Exchanges.

### **3. EXCEPTION TO IMMEDIATE DISCLOSURE AND DUTY TO KEEP CONFIDENTIALITY ABOUT RELEVANT INFORMATION**

3.1. The acts or facts that constitute Relevant Information may no longer be disclosed if their disclosure could put any legitimate interest of the Company at risk, and the people who had access to such Relevant Information must keep it confidential for reasons of legitimate interest of the Company.

3.1.1. Furthermore, the Company may decide to submit for consideration by the President of the CVM, by means of a sealed envelope with the word "Confidential", the Relevant Information considered on the head provision.

3.2. Related Persons must maintain confidentiality regarding Relevant Information that has not yet been disclosed, to which they have access due to the position they occupy, until such Relevant Information is disclosed to the general public, as well as ensuring that subordinates and third parties of their trust also do so, responding jointly with them in the event of non-compliance.

3.3. Even after disclosure to the general public, Relevant Information shall be deemed not to have been disclosed until a reasonable time has elapsed for market participants to have received and processed the Relevant Information.

3.4. Under no circumstances should Related Persons discuss and/or mention Relevant Information that has not yet been duly disclosed in public places. Likewise, Related Persons must only discuss matters related to the Relevant Information with those who need to know the Relevant Information.

#### **4. PROCEDURE FOR PREPARING AND DISCLOSING A RELEVANT ACT OR FACT OR COMMUNICATION TO THE MARKET**

4.1. Relevant Information must be disclosed to the public through, at least, one of the following communication channels: (i) advertisement published in mass circulation newspapers usually used by the Company; or (ii) on at least 1 (one) news portal with a page on the world wide web (<https://www.valor.com.br/valor-ri/fatos-relevantes>), which makes available, in a section available for free access, the information in its entirety to all investors and interested people, in content at least identical to that sent to the CVM and, if applicable, to the Stock Exchanges on which the Securities of the Company are admitted to trading.

4.2. Relevant Information should preferably be disclosed before the start or after the end of business on the Stock Exchanges. If the Stock Exchanges are not operating simultaneously, the disclosure will be made observing the opening hours of the Stock Exchanges located in Brazil, and, if it is imperative that said disclosure occurs during trading hours, the Investors Relations Officer may, when making this disclosure, request, always simultaneously to the national and foreign Stock Exchanges on which the Company's Securities are admitted for trading, the suspension of this trading for the time necessary to disseminate the Relevant Information in question.

4.3. If the Company deems it necessary to disclose information that does not have the characteristics of Relevant Information, such disclosure may be made through a communication to the market. Examples of communications to the market, among others, are: (i) clarification of requests made by the CVM or Stock Exchanges; (ii) disclosure of information on the acquisition or sale of a relevant shareholding in accordance with CVM Instruction 358; (iii) monthly disclosure of trading of own shares for treasury, within the scope of the Company's share buyback program; and (iv) information that the Investor Relations Officer deems necessary or useful to disclose to the market, even if not required by regulation.

#### **5. ADHERENCE TO THE POLICY**

5.1 Related Persons must adhere to this Policy for Disclosure by signing a specific term, in the form of Annex II, at the time of hiring, election, promotion or transfer, when they will declare that they know the terms of this policy and that they are obliged to observe them.

5.1.1. The respective adherence to this Policy for Disclosure is the responsibility of the contracting board, and the adhesions made must be communicated by each board to the Board responsible for People Management, which will maintain an updated record so that it is made available to the Investor Relations Board, if and when requested.

#### **6. FAILURE TO COMPLY WITH THE POLICY FOR DISCLOSURE**

Communication of non-compliance with the Policy for Disclosure of NEOENERGIA and its Subsidiaries must be made through the reporting channel or directly to the Compliance Superintendency.

## **7. OBLIGATION TO COMPENSATE**

The Related Persons responsible for non-compliance with any provision contained in this Policy for Disclosure will reimburse the Company and/or other Related Persons, in full and without limitation, for all losses that the Company and/or other Related Persons may incur and which arise as a result, directly or indirectly, of such non-compliance.

## **8. APPROVAL**

8.1. This Policy for Disclosure was approved by the Board of Directors on April 23, 2019, with effectiveness conditioned on the publication of the announcement of the beginning of the public offering of secondary distribution of common shares issued by the Company, and will remain in force for an indefinite period, until there is a decision to the contrary. Any change to this Policy for Disclosure that may be approved must be communicated to the CVM and the Stock Exchanges.

## ANNEX I

### Applicable Definitions

**Controlling Shareholders or Controller** - shareholder or group of shareholders linked by a shareholders' agreement or under common control that exercises the power to control the Company, under the terms of Law No. 6.404/76.

**Managers** – Officers and members of the Company's Board of Directors.

**Stock Exchanges** - B3 S.A. - Brasil, Bolsa, Balcão, or B3, and any other stock exchanges or organized trading markets in which the Company has Securities admitted for trading, in Brazil or abroad.

**Company** - Neoenergia S.A.

**Subsidiaries and Affiliates** – companies that are controlled or under common control of the Company.

**CVM** - Securities and Exchange Commission.

**Investor Relations Officer** - Officer of the Company, designated under the terms of the Shareholders' Agreement as responsible for providing information to the investing public, the CVM and the Stock Exchange, among other duties provided for in CVM regulations, as well as managing and supervising the application of the Policy for Disclosure.

**Relevant Information** – Any and all decisions of shareholders, resolutions of a general meeting or of the Company's management bodies or any other act or fact of a political-administrative, technical, business or economic-financial nature occurring or related to the Company's business, which may have a considerable influence on: (i) the price of Securities; (ii) in the decision of investors to buy, sell or hold the Securities; or (iii) in determining whether investors exercise any rights inherent to the condition of holders of Securities issued by the Company or referenced to them. An exemplary list of situations that may constitute Relevant Information can be found in article 2 of CVM Instruction 358 (defined below).

**Privileged Information** – All Relevant Information that has not yet been disclosed to the investing public.

**CVM Instruction 358** – CVM Instruction No. 358, of January 3, 2002, which provides for the disclosure and use of information on the relevant act or fact relating to publicly-held companies, as well as on the trading of securities issued by publicly-held companies in the pending undisclosed relevant fact, among other matters.

**CVM Instruction 480** – CVM Instruction No. 480, of December 7, 2009, which provides for the registration of issuers of securities admitted to trading on regulated securities markets.

**Related Persons** - (i) the Company, (ii) its Controlling Shareholders, direct and indirect; (iii) its Managers; (iv) the members of the Fiscal Council; (v) members of any other bodies with technical and advisory functions; (vi) anyone who, by virtue of their role, function or position in the Company, its Controller and/or in Subsidiary or Affiliated companies, has access to the Company's Privileged Information; (vii) any person who is aware of information relating to a Relevant Act or Fact of the Company, knowing that it is information that has not yet been disclosed to the market, especially those who maintain a commercial, professional or trust relationship with the Company, its Controller and /or with Controlled and Affiliated companies, such as independent auditors, securities analysts, consultants and institutions that are part of the securities distribution system.

**Policy for Disclosure** - Policy for Disclosure of Relevant Information and Preservation of Confidentiality of Neoenergia S.A.

**Term of Adhesion** - Formal instrument to be signed by the Related Persons and recognized by the Company, through which awareness of the rules contained in the Policy for Disclosure is expressed and the obligation to comply with and ensure that the rules are complied with is assumed, which will be kept on file at the Company's headquarters as long as the Related Person maintains their employment and, for a further 5 (five) years, at least, after their dismissal, together with updated information on the qualifications of the respective Related Persons (position, function, address and registration number of the National Register of Individuals ("CPF") and/or Legal Entities ("CNPJ"), and/or similar data of the agent or legal representative in the Country of the Related Persons who may be based abroad.