

SERENA ENERGIA S.A.

CNPJ n.º 42.500.384/0001-51

NIRE 35.300.571.851

**ATA DA REUNIÃO DO CONSELHO DE ADMINISTRAÇÃO REALIZADA EM 28 DE
MAIO DE 2026**

1. DATA, HORA E LOCAL. Realizada às 10h do dia 28 de maio de 2026, por meio de conferência telefônica, nos termos do artigo 33, § 4º do Estatuto Social da Serena Energia S.A. ("Companhia").

2. CONVOCAÇÃO E PRESENÇA. Dispensada a convocação, nos termos do disposto no artigo 33, § 2º, o Estatuto Social, em razão de estarem presentes todos os membros do Conselho de Administração da Companhia.

3. MESA. Os trabalhos foram presididos pelo Sr. Nicolas Escallon Cano e secretariados pelo Sr. Alexandre Tadao Amoroso Suguita.

4. ORDEM DO DIA. Reuniram-se os membros do Conselho de Administração para deliberar sobre a seguinte ordem do dia: **(i)** o pedido de renúncia encaminhado, nesta data, pelo Sr. **Henrique Husemann Menezes Profeta**, ao cargo de membro do Conselho de Administração da Companhia; e **(ii)** a eleição do Sr. **Pedro Jimenez Alvarez** para o cargo de membro do Conselho de Administração da Companhia, nos termos do art. 31 do Estatuto Social da Companhia.

5. DELIBERAÇÕES. Após o exame e a discussão das matérias, conforme apresentação feita ao Conselho e cuja cópia ficará arquivada na sede da Companhia, os membros presentes do Conselho de Administração da Companhia, deliberaram, o quanto segue:

5.1. Tomaram conhecimento e aceitaram o pedido de renúncia apresentado pelo Sr. Henrique Husemann Menezes Profeta, ao cargo de membro do Conselho de Administração da Companhia, que outorga e recebe da Companhia a mais ampla, plena, rasa, geral e irrevogável quitação, para nada mais reclamar e/ou pretender haver, em juízo ou fora dele, a qualquer tempo e/ou a qualquer título, com relação a todo o período em que ocupou o cargo de membro do Conselho de Administração da Companhia, conforme Termo de Renúncia apresentado à Companhia e por ela assinado, o qual se encontra arquivado na sede da Companhia. Os membros do conselho

de administração registram seus agradecimentos ao Sr. Henrique Husemann Menezes Profeta pela dedicação e contribuição ao longo do período em que exerceu suas funções na Companhia;

5.2. Em razão da renúncia deliberada no item 5.1 acima, nos termos art. 31 do Estatuto Social da Companhia, aprovaram a eleição e designação do Sr. **Pedro Jimenez Alvarez**, colombiano, em uma união estável, analista de investimentos, portador do passaporte n° BD406922 e inscrito sob o CPF/MF sob o n° 719.033.201-43, com endereço comercial à Rua José Gonçalves de Oliveira, n° 116, escritório n° 61, Itaim Bibi, CEP 01453-050, na cidade de São Paulo, Estado de São Paulo, ao cargo de membro do Conselho de Administração da Companhia, conforme Termo de Posse anexo à presente ata ("Anexo I"), com mandato unificado aos demais membros do conselho de administração até a assembleia geral ordinária que deliberar sobre as demonstrações financeiras referentes ao exercício social encerrado em 31 de dezembro de 2026.

6. ENCERRAMENTO. Nada mais havendo a ser tratado, foi encerrada a presente reunião, da qual se lavrou a presente ata que, lida e aprovada, foi por todos assinada. **Mesa:** Nicolas Escallon Cano (Presidente) e Alexandre Tadao Amoroso Suguíta (Secretário). **Conselheiros Presentes:** Nicolas Escallon Cano, Antonio Augusto Torres de Bastos Filho, Michael Ray Kern Harrington, Guilherme Teixeira Caixeta, Marcel Jun Tamura, Victor José Panetta.

São Paulo/SP, 28 de maio de 2026.

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CNPJ No. 42.500.384/0001-51

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**MINUTES OF THE BOARD OF DIRECTORS' MEETING
HELD ON MAY 28, 2026**

1. DATE, TIME AND PLACE. Held at 10:00 a.m. on May 28, 2026, by means of conference call, pursuant to article 33, paragraph 4 of the Bylaws of Serena Energia S.A. ("Company").

2. CALL NOTICE AND ATTENDANCE. The call notice was waived, pursuant to the provisions of article 33, paragraph 2 of the Bylaws, given the attendance of all members of the Company's Board of Directors.

3. PRESIDING BOARD. The meeting was chaired by Mr. Nicolas Escallon Cano and the minutes were taken by Mr. Alexandre Tadao Amoroso Suguita.

4. AGENDA. The members of the Board of Directors met to resolve on the following agenda: **(i)** the letter of resignation submitted, on this date, by Mr. **Henrique Husemann Menezes Profeta**, from the position of member of the Company's Board of Directors; and **(ii)** the election of Mr. **Pedro Jimenez Alvarez** to the position of member of the Company's Board of Directors, pursuant to article 31 of the Company's Bylaws.

5. RESOLUTIONS. After examining and discussing the matters, in accordance with the presentation made to the Board, a copy of which shall be filed at the Company's headquarters, the present members of the Company's Board of Directors resolved as follows:

5.1. They took note of and accepted the letter of resignation submitted by Mr. Henrique Husemann Menezes Profeta from the position of member of the Company's Board of Directors, who grants to and receives from the Company the broadest, fullest, most complete, general and irrevocable release, with nothing further to claim and/or seek, in court or out of court, at any time and/or on any grounds, with respect to the entire period in which he held the position of member of the Company's Board of Directors, pursuant to the Letter of Resignation submitted to the Company and countersigned by it, which is filed at the Company's headquarters. The members of the Board of Directors hereby record their thanks to Mr. Henrique Husemann Menezes Profeta for his dedication and contribution throughout the period in which he held his duties at the Company;

5.2. By reason of the resignation resolved upon in item 5.1 above, pursuant to article 31 of the Company's Bylaws, they approved the election and appointment of Mr. **Pedro Jimenez Alvarez**, Colombian, in a stable union, investment analyst, bearer of passport No. BD406922 and enrolled with the Individual Taxpayers' Registry (CPF/MF) under No. 719.033.201-43, with business address at Rua José Gonçalves de Oliveira, No. 116, office No. 61, Itaim Bibi, Postal Code 01453-050, in the City of São Paulo, State of São Paulo, to the position of member of the Company's Board of Directors, pursuant to the Investiture Instrument attached to these minutes ("**Exhibit I**"), with a term unified with that of the other members of the Board of Directors, running until the annual general shareholders' meeting that resolves on the financial statements for the fiscal year ended December 31, 2026.

6. **CLOSING.** With nothing further to discuss, the present meeting was closed, and these minutes were drawn up, which, having been read and approved, were signed by all.

São Paulo/SP, May 28, 2026.

Exhibit I
Investiture Instrument

INVESTITURE INSTRUMENT AND DECLARATION OF NO IMPEDIMENT

I, **Pedro Jimenez Alvarez**, Colombian, in a stable union, investment analyst, bearer of passport No. BD406922 and enrolled with the Individual Taxpayers' Registry (CPF/MF) under No. 719.033.201-43, with business address at Rua José Gonçalves de Oliveira, No. 116, office No. 61, Itaim Bibi, Postal Code 01453-050, in the City of São Paulo, State of São Paulo, having been elected to hold the position of effective member of the Board of Directors of **Serena Energia S.A.**, a corporation, enrolled with the Corporate Taxpayers' Registry (CNPJ) under No. 42.500.384/0001-51, with its constitutive acts filed before the Commercial Registry of the State of São Paulo under NIRE 35.300.571.85-1, headquartered at Avenida Presidente Juscelino Kubitschek, No. 1830, 1st floor, Blocks 1 and 2, Rooms 11 and 12, Condomínio São Luiz, Vila Nova Conceição, Postal Code 04543-900, in the City of São Paulo, State of São Paulo ("Company"), pursuant to the election held at the Company's Board of Directors' Meeting held on this date, for a term running until the annual general shareholders' meeting that resolves on the financial statements for the fiscal year ended December 31, 2026, hereby declare to accept my election and to undertake the commitment to faithfully comply with all duties inherent to the position of effective member of the Company's Board of Directors, in accordance with the law and the Company's Bylaws, for which reason I sign this Investiture Instrument.

For all legal purposes and pursuant to Article 147 of Law No. 6,404 of December 15, 1976 ("Brazilian Corporations Law") and Exhibit K of CVM (Brazilian Securities and Exchange Commission) Resolution No. 80/2022, I declare under the penalties of law:

- I. That I am not prevented by any special law from engaging in business activity, nor have I been convicted of bankruptcy-related crimes, malfeasance, bribery, extortion, embezzlement, crimes against popular economy, public faith or property, or to any criminal penalty that bars, even temporarily, access to public office, as provided in paragraph 1 of Article 147 of the Brazilian Corporations Law;
- II. That I have not been sentenced to a penalty of temporary suspension or disqualification imposed by the Brazilian Securities and Exchange Commission (CVM) rendering me

ineligible for management positions in publicly-held companies, as established in paragraph 2 of Article 147 of the Brazilian Corporations Law;

III. That I meet the unblemished reputation requirement set forth in paragraph 3 of Article 147 of the Brazilian Corporations Law; and

IV. That I do not hold a position in any company that may be considered a competitor of the Company, and that I do not have, nor represent, any interest conflicting with that of the Company, pursuant to items I and II of paragraph 3 of Article 147 of the Brazilian Corporations Law.

For the purposes of paragraph 2 of Article 149 of the Brazilian Corporations Law and Article 2, paragraph 4, II, of Exhibit K of CVM Resolution No. 80/2022, I declare that I will receive any subpoenas and summonses in administrative and judicial proceedings relating to acts of my management at the above-mentioned address, and any change shall be communicated to the Company in writing.

São Paulo, May 28, 2026