

**COMPANHIA DE SANEAMENTO DO PARANÁ - SANEPAR**

**CONSOLIDATED BYLAWS**

**CHAPTER I**

**COMPANY NAME, INCORPORATION, PURPOSE, HEADQUARTERS AND DURATION**

Article 1 - Companhia de Saneamento do Paraná - Sanepar ("Sanepar" or "Company"), incorporated on January 23, 1963, as a publicly-held, mixed capital corporation, is an integral part of the indirect administration of the State of Paraná, established by State Law no. 4684 of January 23, 1963, amended by Law no. 12403 of December 30, 1998 and amended by Law no. 20266 of July 21, 2020, Supplementary Law no. 94 of July 23, 2002, amended by Supplementary Law no. 191 of October 25, 2015 and amended by Supplementary Law no. 202 of December 27, 2016, and is governed by these Bylaws, Federal Laws no. 6404/1976 and no. 13303/2016, and other applicable legal provisions.

Article 2 - The Company's duration is indefinite.

Article 3 - The Company's headquarters and administration shall be located at Rua Engenheiros Rebouças, number 1376, in the city of Curitiba, capital of the state of Paraná, Brazil.

Article 4 - The Company's business purpose is the exploitation of public services and private systems for water supply, collection, removal and final disposal of effluents and solid domestic and industrial waste and their by-products, urban drainage, services related to environmental protection and water resources, production, storage, conservation and trading of energy generated in its units, trading of services, products, benefits and rights deriving directly or indirectly from its property assets, use of networks for the installation of fiber optics, in addition to other services related to the population's health, providing consultancy, technical assistance and certification in these areas of activity and other services of interest to Sanepar and the State of Paraná, inside or outside its territorial limits, in Brazil or abroad, being authorized, for the above purposes, to participate, either as a majority or minority stakeholder, in consortia, investment funds, and partnerships with public or private companies.

Paragraph 1 Sanepar will operate directly or through subsidiaries, specific purpose companies or any other legal type of association it organizes, after prior authorization at the Shareholders' Meeting.

Paragraph 2 - In order to comply with the main section of this article, Sanepar may sign protocols of intents, partnerships, agreements, technical cooperation and the like with other basic sanitation companies, aiming at the shared use of technology, processes, installations and equipment.

Paragraph 3 Revenues from the sale of other services, products, benefits and rights, which are not directly or indirectly linked to the provision of basic sanitation services, may be shared in the tariff methodology as an incentive to the supply of other products and services by Sanepar, and may be used as tariff reduction through the application of tariff moderateness.

Paragraph 4 In case of expansion, the management positions will preferably be held by Sanepar's career employees.

Paragraph 5 - To achieve the corporate purpose and in compliance with its area of activity, the Company may open, install, maintain, or close offices or any other establishments, or also designate representatives, by means of authorization of the Executive Board and in compliance with the legal and regulatory provisions.

## **CHAPTER II**

### **CAPITAL AND SHARES**

Article 5 - The Company's Capital Stock, fully subscribed and paid up, is BRL 6,000,000,000.00 (six billion reais), represented by:

- a) 503,735,259 (five hundred and three million, seven hundred and thirty-five thousand, two hundred and fifty-nine) registered common shares, without par value; and
- b) 1,007,470,260 (one billion, seven million, four hundred and seventy thousand, two hundred and sixty) registered, preferred shares, without par value.

Paragraph 1 The capital stock may be increased, by deliberation of the Board of Directors, after hearing the Fiscal Council, under the terms of the legislation in effect and independent of statutory reform, up to the authorized limit, in the amount of ten billion reais (BRL 10,000,000,000.00).

I - The increase may be carried out through capitalization of profits or reserves, with or without share bonuses, and shares of the types and classes listed in this article may be issued,

respecting the proportion in force between common and preferred shares.

II - Subscription bonuses and debentures convertible into shares may be issued.

III - The establishment of price, term and form of payment, when applicable, are subject to:

a) Amount limited to the authorized capital limit;

b) Criteria relating to shareholders' preferred rights or the lack thereof, as well as in cases of full payment of assets, depend on the approval of the General Meeting, in accordance with the law and articles 7, 8 and 9 of these Bylaws.

IV - The authorized capital limit is subject to the issuance of an authorizing law, after forwarding by the Board of Directors, after consulting the Fiscal Council.

V - In the case of subscription of shares, the provisions of articles 7, 8 and 9 of these Bylaws must be observed.

Paragraph 2 The shares will be registered.

Paragraph 3 The Company is authorized, by deliberation of the Board of Directors, to implement the system of book-entry shares, to be kept in deposit accounts in an authorized institution, and the cost of the transfer service may be charged, subject to the maximum limits established by law.

Paragraph 4 The Company may, by authorization of the Board of Directors, acquire its own shares, in compliance with the rules established by the Brazilian Securities and Exchange Commission [CVM].

Article 6 - Preferred shares assure their holders the following preferences and advantages:

a) priority in capital reimbursement, without right to premium;

b) receiving a dividend 10% (ten percent) higher than that attributed to the common shares, pursuant to item II, of paragraph 1, article 17, of the Corporations Act;

c) the right to be included in a public offering for the acquisition of shares as a result of Sale of the Company's Control at the same price and under the same conditions offered to the Selling Controlling Shareholder; and

d) approval of any alteration that aims to exclude or suppress the right foreseen in item "XLIX" of the main section and paragraph 2, both in article 34 of these Bylaws.

Paragraph 1 The preferred shares also give their holders restricted voting rights in the Company's General Meetings exclusively on the following matters:

a) transformation, incorporation, merger or split of the Company;

b) approval of contracts between the Company and the Controlling Shareholder, directly or through third parties, as well as other companies in which the Controlling Shareholder has an interest, whenever, by force of legal or statutory provision, they are deliberated at a General Meeting;

c) evaluation of assets destined to be included in the Company's capital increase;

d) selection of the institution or specialized company to determine the Company's Economic Value, pursuant to Article 84, Paragraphs 1 and 2 of these Bylaws; and

e) alteration or revocation of statutory provisions that alter or modify any of the requirements set forth in item 4.1 of the Level 2 Listing Rules, except that this voting right will prevail while the Corporate Governance Level 2 Participation Agreement is in effect.

Paragraph 2 The preferred shares may represent up to 2/3 (two-thirds) of the total shares issued by the Company, and the Company may increase the number of preferred shares without keeping proportion with the other existing types of shares, as well as increase the number of common shares without keeping proportion with the preferred shares.

Paragraph 3 Common shares issued by the Company may, at any time and at the sole discretion of their holder, be converted into preferred shares of the same class described in the main section of this article, at the ratio of one common share converted to one new preferred share, observing the legal limit established in Paragraph 2 above.

Article 7 - At the discretion of the Board of Directors, the preemptive right may be excluded, or the term for exercising it may be reduced, in the issue of shares whose placement is made through sale on the stock exchange or by public subscription, or even through a share swap, in a takeover bid, under the terms established by law.

Article 8 - The common and preferred shares will compete under equal conditions in the distribution of bonuses.

Article 9 - Shareholders will have preference rights in the issue of shares or debentures convertible into shares, subscription bonuses and any other securities, under the terms of the applicable legislation.

Sole Paragraph - The statute of limitations for exercising this right is fixed at thirty calendar days from the respective announcement.

### **CHAPTER III**

#### **GENERAL MEETING**

Article 10 - The General Meeting is the maximum body of the Company, with powers to deliberate on all business relating to its object, and it shall be governed by the legislation in effect.

Article 11 - The General Meeting will be called by the Board of Directors or, in the cases permitted by law, by the Executive Board, the Supervisory Board or the shareholders.

Article 12 - The call will be made observing the minimum advance notice for holding the General Meeting under the terms of the legislation in effect, and the agenda and pertinent documents will be made available to the Shareholders on the same date of the summons, in an accessible manner, including electronically.

Sole Paragraph - The General Meetings will only discuss the subject matter foreseen in the call notices, with the inclusion of general matters in the meeting's agenda not being allowed.

Article 13 - The General Meeting will be held and presided over by the President of the Company, or by the substitute he or she may designate, or, in the absence of the latter, such a person will be chosen from among the shareholders present at the Meeting.

Paragraph 1 The quorum for holding General Meetings, as well as for passing resolutions, will be those determined in the legislation in effect.

Paragraph 2 The President of the General Meeting will appoint the secretary, who must be a member of the Company's Corporate Governance area.

Paragraph 3 The General Meeting may be attended by Managers, members of the Supervisory Board and Committees in order to provide clarifications, if necessary.

Article 14 - The General Meeting will meet ordinarily within the first four months after the closing of the fiscal year, to discuss the matters foreseen by law, and extraordinarily when necessary.

Article 15 - At the General Meetings, each common share will give the right to one vote.

Article 16 - Shareholders may participate and be represented by proxy in the General Meetings, by showing, on the occasion or previously, documents and a power-of-attorney with specific powers, in accordance with the Manual for shareholders' attendance at Sanepar's General Meetings and pursuant to the law.

Article 17 - The minutes of the General Meeting will be drawn up according to the legislation in effect.

Article 18 - The General Meeting, besides other cases provided for by law, will meet to deliberate on:

I - alteration of the capital stock;

II - evaluation of assets with which the shareholder contributes to the formation of the capital stock;

III - transformation, merger, incorporation, split, dissolution and liquidation of the company;

IV - amendment to the Bylaws;

V - election and removal, at any time, of members of the Board of Directors;

VI - election and removal, at any time, of members of the Supervisory Board and their respective substitutes;

VII - setting the compensation of the managers, Supervisory Board, and Statutory Committees;

VIII - approval of the financial statements, destination of the year's results, and distribution of dividends;

IX - authorization for the Company to bring a civil liability suit against managers for losses caused to its assets;

X - disposal of real estate directly linked to the provision of services and the constitution of in rem guarantees on them, observing the legislation and norms of the Regulatory Agency;

XI - swapping of shares or other securities;

XII - issue of debentures convertible into shares, including those of subsidiaries;

XIII - issue of any other securities and securities convertible into shares, in the country or abroad;

XIV - election and dismissal, at any time, of liquidators, judging their accounts;

XV - approval of the annual budget for the statutory bodies; and

XVI - indemnity policy and general conditions of the indemnity agreement, also validating the indemnity in cases where the amounts have a significant impact on the Company's financial structure and situations where more than half of the managers are potential beneficiaries at the same time due to the same fact, as defined in the indemnity policy.

#### **CHAPTER IV**

##### **COMPANY'S MANAGEMENT**

Article 19 - The Company will be managed by the Board of Directors and by the Executive Board.

Article 20 - The representation of the Company is exclusive to the Executive Officers, as provided for in these Bylaws.

#### **SECTION I**

##### **BOARD OF DIRECTORS**

Article 21 - The Board of Directors is a strategic deliberation body responsible for the superior orientation of the Company.

##### **Composition, mandate and investiture**

Article 22 - The Board of Directors will consist of nine full members, elected and dismissible by the General Meeting, all with a unified term of office, pursuant to article 68, items and paragraphs.

Paragraph 1 The Company's Chief Executive Officer will integrate the Board of Directors, by means of election in a General Meeting.

Paragraph 2 The positions of Chairman of the Board of Directors and Chief Executive Officer cannot be accumulated by the same person.

Paragraph 3 The Chairman of the Board of Directors will be nominated by the controlling shareholder and appointed by the General Meeting that elects him or her, and will be substituted in his or her absences and impediments by a member of the Board of Directors chosen by the majority of his or her peers.

Paragraph 4 The Board of Directors shall consist of at least 30% independent directors.

Paragraph 5 - When, as a result of compliance with the percentage referred to in the above paragraph, there is a fractioned number of directors, the number will be rounded up in accordance with the Level 2 Listing Rules of B3 S.A. - Brasil, Bolsa, Balcão.

Paragraph 6 Minority shareholders are assured the right to elect a director, if they are not entitled to a greater number through the multiple vote process provided for in the legislation in force.

Article 23 - The participation of an employee representative in the Board of Directors is assured, with a term of office that coincides with that of the other members of the Board.

Sole Paragraph - The board member representing the employees will be nominated in the terms established in the pertinent legislation, under the same qualification criteria foreseen for the other board members.

Article 24 - The investiture of members of the Board of Directors will observe the conditions established in the Company's Nomination Policy and in the legislation in effect.

### **Vacancies and replacements**

Article 25 - In the event of a definitive vacancy in the position of member of the Board of Directors, before the end of the term of office, the Board of Directors will call a General Meeting to elect a substitute to complete the replaced member's term of office.



Sole Paragraph - The shareholder who had nominated the member who ceased to occupy the position of director will be responsible for nominating the substitute who may be appointed by the Board of Directors to act until the General Meeting is held to definitively elect the substitute.

Article 26 - The position of director is personal and no temporary substitute or deputy is allowed, including for employee representatives. In the event of absence or eventual impediment of any member of the Board, the collegiate will deliberate by taking the votes of the remaining directors.

### **Operation**

Article 27 - The Board of Directors will meet ordinarily once a month and extraordinarily whenever necessary, as provided in the Internal Regulations of the Board of Directors.

Article 28 - The meetings of the Board of Directors will be called by its Chairman, or by majority of the directors, by means of written or electronic correspondence sent to all the directors, indicating the matters to be discussed.

§ 1 - The summonses sent to the director's electronic address will be considered valid, and it will be his/her responsibility to update his/her registration with the Company.

Paragraph 2 Ordinary meetings must be summoned at least seven days in advance of the date on which they are to be held.

Paragraph 3 The Chairman of the Board of Directors shall ensure that the directors receive individually, well in advance of the meeting date, the documentation containing the information necessary to allow discussion of and deliberation on the matters to be addressed, including, when applicable, the proposal of the Executive Board and the technical and legal manifestations.

Paragraph 4 The meetings of the Board of Directors will be held with the presence of the majority of its members, and the Chairman of the Board of Directors will be responsible for conducting the work or, in his or her absence, the Director chosen by the majority of his or her peers.

Article 29 - The non-physical attendance of board members at ordinary and extraordinary meetings is allowed, if necessary, by means of available information technology that can ensure their effective attendance and the authenticity of their votes. In this case, the board member who participates remotely will be considered to be present at the meeting and his/her vote will be

considered valid for all legal purposes and incorporated into the minutes of that meeting.

Article 30 - When there is a reason for extreme urgency, the Chairman of the Board of Directors may call extraordinary meetings at any time and without minimum notice, by sending written, electronic or other means of communication to all members of the Board of Directors, with attendance by means of information technology being allowed, whose vote will be considered valid for all purposes, notwithstanding the subsequent drawing up and signing of the respective minutes.

Sole Paragraph - Other extraordinary meetings may be called, as provided in the main section, with at least 48 hours' notice, for matters that are not considered to be of extreme urgency, but which cannot wait for the regular meeting to be held for their deliberation.

Article 31 - The Board of Directors will decide by a majority vote of those present at the meeting, and in the case of a tie, the vote of whoever is presiding over the meeting will prevail, in addition to the personal vote.

Art. 32 - The Executive Secretary Management will act as secretary for the Board of Directors' meetings, and all deliberations will be included in the minutes drawn up.

Sole Paragraph - Whenever it contains deliberations intended to produce effects before third parties, the excerpt from the minutes will be filed in the trade register and published in accordance with the legislation in effect, with the exception of confidential matters, which will be contained in a separate document and will not be published.

Article 33 - The Board of Directors will have its own annual budget included in the Company's budget, approved by the shareholders convened in a General Meeting.

Sole Paragraph - The Board of Directors' annual budget must include the expenses related to consultations with external professionals to obtain specialized assistance in matters of relevance to the Company, as well as the expenses necessary for the attendance of directors to the Company's meetings, in addition to their remuneration.

### **Attributions**

Article 34 - In addition to the attributions established by law, the Board of Directors is also responsible for:

I - electing, dismissing, taking cognizance of resignation, and replacing the Company's directors, as well as the members of the statutory committees, establishing their attributions, observing the requirements provided for by law and in the Nomination Policy;

II - inspecting the Executive Board's management, being able to examine, at any time, the Company's books and papers, as well as to request information about contracts signed or about to be signed, and any other acts;

III - approving and supervising the business plan, strategic planning, and investments, containing the action guidelines, which must be presented by the Executive Board, after hearing the Investment and Integrated Planning Committees.

IV - approving, supervising and evaluating, at least annually, the strategic risk matrix, with its prioritized risks, the respective response and contingency plans, in addition to the levels of criticality, risk appetite and tolerance, which must be presented by the Executive Board, after hearing the Risk Management and Statutory Audit Committees;

V - approving other annual and multi-annual plans and programs, with indication of the respective projects, after hearing the Risk Management, Investment, Integrated Planning Committees and, Innovation;

VI - approving the Company's budget for results and investment, with indication of the sources and applications of funds, aligned with the needs of the mitigation plans of the strategic risk matrix, after hearing the Investment and Integrated Planning Committees;

VII - establishing the general direction of the Company's business, defining objectives and priorities of public policies compatible with the Company's area of activity and its corporate purpose, seeking sustainable development;

VIII - previously manifesting itself about the Management and Sustainability Report and the accounts of the Executive Board;

IX - approving the annual internal and external audit and risk management plan, implementing and supervising the risk management and internal control systems established for the prevention and mitigation of the main risks to which the Company is exposed, including risks related to the integrity of the accounting and financial information and those related to the occurrence of corruption and fraud, with the support of the Statutory Audit Committee;

X - authorizing and approving the hiring of the independent auditor, as well as termination of the respective contract, upon recommendation of the Statutory Audit Committee;

XI - deliberating on the increase of the capital stock within the limit authorized by these Bylaws, setting the respective subscription and payment conditions;

XII - authorizing the launching and approving the subscription of new shares, as established in these Bylaws, setting the respective issue conditions;

XIII - setting the maximum limit of the Company's indebtedness;

XIV - deliberating on a proposal, to be discussed at a General Meeting, for the distribution of semi-annual and annual dividends and/or interest on shareholders' equity on account of the result for the period and/or the current fiscal year;

XV - deliberating on a proposal, to be discussed at a General Meeting, on the application of the surplus in the payment or increase of the capital stock or in the distribution of dividends, when the balance of the profit reserve exceeds the capital stock, with the exception of investments for contingencies, tax incentives, and realizable profits, in accordance with the law;

XVI - authorizing the issue of securities, in the domestic or foreign market, for fund raising, in the form of debentures not convertible into shares, promissory notes, commercial papers, and others, pursuant to the law;

XVII - setting the conditions for the issuance of item XVI, including price and payment term;

XVIII - authorizing accounting provisions in an amount greater than 2% (two percent) of the Company's capital stock, by means of a proposal from the Executive Board;

XIX - deliberating, as proposed by the Executive Board, on the personnel policy, including the establishment of the staff, plan for positions and salaries, opening of the selection process to fill vacancies, and the Profit Sharing Program;

XX - deliberating, as proposed by the Executive Board, prior to the execution of any legal business, including when not provided for in the annual budget, including the acquisition, disposal or encumbrance of assets, the assumption of obligations in general,

waiver, transaction, and also association with other legal entities;

XXI - previously deliberating, as proposed by the Executive Board, on investment projects in new businesses, participation in new ventures, as well as participation in other companies, approval of the incorporation, closing or alteration of any companies, ventures or consortia, not foreseen in the Business Plan;

XXII - approving the hiring of civil liability insurance on behalf of members of the Statutory Bodies, employees, agents and representatives of the Company and previously manifesting itself at the Shareholders' Meeting with respect to the implementation and alteration of the Indemnity Policy, indemnity agreement and other consecratories;

XXIII - approving its own internal regulations, those of the Executive Board and of the Committees linked to the Board of Directors, as well as the Company's Code of Conduct and Integrity and any amendments;

XXIV - approving the Company's Internal Regulations for Tenders, Contracts, and Agreements and their amendments;

XXV - approving the policies of risk management and internal controls; transactions with related parties and conflict of interest; indemnity; disclosure of relevant act or fact and trading of securities issued by Sanepar, sustainability; distribution of dividends; corporate governance; integrity; investments; human resources, positions and salaries management; personal data protection and privacy; information security; innovation; quality; independent audit hiring; communication; risk management, treasury and market; and indication, and their respective amendments;

XXVI - establishing a spokesperson policy, aiming at eliminating the risk of contradiction between information from several areas and that from the Company's executives;

XXVII - approving, with the support of the Statutory Audit Committee, the transactions between related parties, within the criteria and competence limits defined by the Company, complying with the bidding principles and the Company's Related-Parties and Conflict of Interest Policy;

XXVIII - previously manifesting itself, given its jurisdiction and competence, about any Executive Board proposal or subject to be presented to the General Meeting;

XXIX - summoning the General Meeting when it deems convenient or in the events provided by law;

XXX - exercising the regulatory functions of the Company's activities, being allowed to rule itself competent to decide on any matter that is not under the exclusive competence of the General Meeting or the Executive Board;

XXXI - granting leave of absence to the Company's Chief Executive Officer and to the Chairman of the Board of Directors;

XXXII - establishing committees for its counseling with specific attributions of analysis and recommendation on certain matters;

XXXIII - requesting an annual internal audit, at the request of the Statutory Audit Committee, to evaluate the reasonableness of the parameters on which the actuarial calculations are based, as well as the actuarial result of the benefit plans maintained by the pension fund;

XXXIV - ratifying the appointment and dismissing the head of the Internal Audit area, upon recommendation of the Statutory Audit Committee;

XXXV - approving and signing the Annual Corporate Governance and Public Policies Letter, as required by law, disclosing it to the public;

XXXVI - annually approving the analysis of fulfillment of goals and results in execution of the business plan and long-term strategy, and publishing its conclusions and informing them to the Legislative Assembly and the State Audit Court, except for information of a strategic nature whose disclosure may prove detrimental to the Company's interest, heard from Integrated Planning;

XXXVII - discussing, approving, and following up on corporate governance practices;

XXXVIII - conducting and undergoing the annual evaluation of its performance;

XXXIX - evaluating the performance of each member of the Executive Board, as well as members of the Statutory Audit Committee and Technical Committee, being able to rely on methodological and procedural support from the Eligibility Committee;

XL - approving, as proposed by the Executive Board and for deliberation at the Annual General Meeting, the proposed

allocation of net profits for the year, after hearing the Integrated Planning Committee;

XLI - defining a triple list of companies specialized in economic valuation of companies to draw up a valuation report of the Company's shares in the event of a public offering of shares for cancellation of registration as a publicly-held company or for delisting from Level 2 of Corporate Governance of B3 S.A. - Brasil, Bolsa, Balcão;

XLII - submitting to the Extraordinary General Meeting a proposal to reform these Bylaws;

XLIII - deliberating, as proposed by the Executive Board, on the Company's Organization Plan, when there is a financial increase and when it involves the creation of a new unit, after hearing the Integrated Planning Committee;

XLIV - deliberating on donations;

XLV - approving the hiring by waiver, including emergency hiring, or the non-requirement of bidding, within the limits of its competence;

XLVI - deliberating on any public offering for the acquisition of shares that has as its object the shares issued by the Corporation, by means of a substantiated prior opinion released within fifteen days from publication of the notice of the public offering for the acquisition of shares, which must address, at least:

i) the convenience and opportunity of the public offering for the acquisition of shares, in the interests of the shareholders as a whole and in relation to the liquidity of the securities held by them;

ii) the repercussions of the public offering on the Company's interests;

iii) the strategic plans disclosed by the offeror in relation to the Company; and

iv) other points deemed relevant by the Board of Directors, as well as the information required by the applicable rules established by the CVM.

XLVII - setting the rules for the issue and cancellation of the Company's share deposit certificates for the formation of Units;

XLVIII - ensuring compliance with the current regulations issued by the Paraná Regulatory Agency - AGEPAR, by means of the respective regulatory acts, as well as by means of the regulatory clauses contained in the concession/program agreements to which the Company is a signatory, ensuring full application of the rate adjustments and reviews that may be authorized, on the respective base dates;

L- deliberate about the cases omitted in these Bylaws, based on the legislation in force; and

LI- discuss and promote innovation at Sanepar.

Paragraph 1 The Board of Directors may delegate to the Executive Board the approval of the legal business of its competence within the limit of the competence it defines, respecting the private competence established by law.

Paragraph 2 The exclusion or alteration that aims to exclude or suppress the right foreseen in item "XLIX" of the main section of this article, as well as in this second paragraph, will depend on the approval of an absolute majority of the preferred shares in a special preferred shareholders' meeting called for this purpose.

Paragraph 3 Item XVIII does not apply in cases of provisions for the Health and Pension Plans, which are constituted in compliance with the CVM rules - CVM deliberation 695 of 12/13/2012.

Paragraph 4 The delegations of authority will result from an act of the Board of Directors.

Article 35 - It is incumbent upon the Chairman of the Board of Directors to grant leave of absence to its members, chair the meetings and direct the work, as well as coordinate the performance evaluation process of each director, the collegiate body and its committees, pursuant to the terms of these Bylaws.

## **SECTION II**

### **BOARD**

#### **Composition, mandate and investiture**

Article 36 - The Executive Board is the executive management and representation body, responsible for ensuring the regular operation of the Company in conformity with the general guidelines outlined by the Board of Directors.



Article 37 - The Executive Board will consist of eight Executive Officers, residing in the country, elected and dismissible by the Board of Directors, with a unified mandate, in the terms of article 68, items and paragraphs, as follows: Chief Executive Officer, Chief Financial and Investor Relations Officer, Chief Operating Officer, Chief Administrative Officer, Chief Commercial Officer, Chief Investment Officer, Chief of Environment and Social Action Officer, and Chief Legal Officer..

Paragraph 1 The Company may also have two Deputy Officers, who will be nominated by the Executive Board, elected and dismissed by the Board of Directors, whose attributions will not be of an executive nature and will be included in the Internal Regulations of the Board.

Paragraph 2 It is a condition for investiture in a Company's Executive Board position the assumption of a commitment with specific goals and results to be achieved, which must be approved by the Board of Directors, which is responsible for monitoring its compliance, with the assistance of the Eligibility Committee.

Article 3 The investiture of members of the Executive Board will observe the conditions established in the Company's Nomination Policy and in the legislation in effect.

Article 38 - The Executive Board must present, by the last ordinary meeting of the Board of Directors of the previous year, which is responsible for its approval:

I - business plan for the following year;

II - an updated long-term strategy with an analysis of risks and opportunities for, at least, the next five years.

Article 39 - The attributions of the Chief Executive Officer, besides those provided in the Internal Regulations, are:

I - to direct and coordinate the Company;

II - to represent the Company, actively and passively, in or out of court, and being able to appoint for this purpose a proxy with special powers, including powers to receive initial summons and notifications, observing article 48 of these Bylaws;

III - to direct and coordinate the matters related to business planning and performance;

IV - to see to the attainment of the Company's goals, established in accordance with the general guidelines of the General Meeting and the Board of Directors;

V - to present to the Annual General Meeting the annual report on the Company's business, after hearing the Board of Directors;

VI - to coordinate and follow up on the work of the Executive Board;

VII - to call and to chair Executive Board meetings;

VIII - to grant leave of absence to the other members of the Executive Board, including vacation leave;

IX - to resolve issues of conflict of interest or competence conflict among boards;

X - to propose matters for deliberation by the Board of Directors;

XI - to monitor the executive program, the final evaluation of results, and performance of the other directors;

XII - to develop and coordinate the social communication policy;

XIII - to represent the Company before the granting authority and related companies;

XIV - to represent the Company before other similar companies in the sanitation sector for the establishment of joint policies;

XV - to present the Company's annual management report to the Board of Directors and at the Annual General Meeting;

XVI - to coordinate the elaboration of the company's Sanitation Master Plan, drawn up by the Chief Operating and Investment Officers, as well as to follow up on the application of the established goals, promoting its constant updating;

XVII - to propose goals, regulatory and decision-making instruments that define the planning policies of the Company's sanitation system;

XVIII - to coordinate, jointly with the Chief Operating Officer, the contracting of a basic sanitation service company, aiming at acquiring new operational technologies for the Company;

XIX - to define the guidelines of the Company's policy concerning tenders and contracts for the supply of goods, services, and works;

XX - to appoint, jointly with the Administrative Director, the bidding commissions and auctioneers;

XXI - to prospect and coordinate, jointly with the Chief Financial and Investor Relations Officer, the activities inherent to projects financed by international entities and organizations;

XXII - to propose to the Board of Directors, jointly with the director of the interested area, and upon the opinion of the Chief Financial and Investor Relations Officer, the creation and extinction of positions in the Company's structure;

XXIII - to coordinate the Deputy Governance, Risks and Compliance Board, which will have the following minimum attributions:

a) to guide and promote the application of governance, compliance, and risk management standards, guidelines and procedures;

b) to evaluate and monitor the effectiveness of internal control mechanisms and the state of corporate compliance;

c) to monitor the progress of complaints regarding violations of the Integrity Program, the Code of Conduct and related standards;

d) to identify, evaluate, control, mitigate and monitor the risks to which the Company's business is subject; and

e) to apply the principle of segregation of duties, so that the occurrence of conflicts of interest and frauds is avoided.

XXIV - to designate jointly with the directors of the interested areas the members of the commission that will be responsible for analyzing investment proposals and following up on the execution of the company's investment policy.

Sole Paragraph - The Company's Deputy Governance, Risks and Compliance Board will report to the Board of Directors, through the Statutory Audit Committee, whenever it suspects that a member of the Executive Board is involved in irregularities, or when it fails to take measures in relation to the situation reported to it.

Art. 40 - The attributions of the other Executive Officers are:

I - to manage the activities in his or her area of operation;

II - to attend meetings of the Executive Board, contributing to definition of the policies to be followed by the Company;

III - to comply with and enforce the general business guidelines of the Company established by the Board of Directors in the management of its specific area of operation.

Paragraph 1 To previously deliberate on the execution of any business, including the acquisition, disposal or encumbrance of assets, the assumption of obligations in general, waiver, transaction, and also association with other legal entities.

Paragraph 2 To deliberate, as proposed by the Executive Board, on the obtainment of loans and financing, when compatibility with the Multi-annual Business Plan, the Annual Budget and market rates is demonstrated.

Paragraph 3 It is incumbent upon two or more Executive Officers, jointly, one of them mandatorily being the Chief Executive Officer, respecting the competencies of the General Meeting, Board of Directors, and Executive Board, to deliberate on legal business within the competence amounts defined by act of the Executive Board.

Paragraph 4 It is incumbent upon the Executive Officer, individually and provided within the statutory attributions of his or her respective board, respecting the competences of the General Meeting, Board of Directors and Executive Board, as well as the competence attributed to two or more Executive Officers jointly, to deliberate on legal business within the competence amounts defined by act of the Executive Board.

Paragraph 5 In addition to the attributions set forth in these Bylaws, it is incumbent upon each executive officer to ensure the cooperation and support to the other officers within the scope of their respective competencies, aiming at achieving the Company's objectives and interests.

Paragraph 6 - The Executive Officers shall exercise their positions in the Company, and concomitant and non-remunerated exercise in management positions in the wholly-owned subsidiaries and controlled companies is permitted.

Paragraph 7 The delegations of authority will result from an act of the Executive Board.

Clause 41 - The individual attributions of each Director will be detailed in the Internal Regulations of the Executive Board, which must be approved by the Board of Directors.

Sole Paragraph - The Company's bank transactions, endorsements and exchange acceptances will be carried out by the joint signature of the Chief Executive Officer and the Chief Financial and Investor Relations Officer, the delegation of powers to proxies being permitted, preferably among members of the Executive Board.

**Vacancies, substitutions, and leaves of absence.**

Article 42 - In the temporary vacancies, absences or impediments of any executive officer, the Chief Executive Officer will designate another member of the Executive Board to take over the functions.

Paragraph 1 In his or her absences and temporary impediments, the Chief Executive Officer will be substituted by the executive officer he or she appoints and, if there is no appointment, by the executive officer responsible for the financial and investor relations area.

Paragraph 2 The executive officers cannot be absent from their positions for more than thirty consecutive days, except in the case of medical leave or in the events authorized by the Board of Directors.

Paragraph 3 The executive officers may request from the Board of Directors a non-remunerated leave of absence, as long as it does not exceed three months, which must be recorded in the minutes.

Article 43 - In case of death, resignation or definitive impediment of any member of the Executive Board, it will be up to the Board of Directors, within thirty days of the opening, to elect a substitute, who will complete the substituted member's term of office.

Paragraph 1 Until the election is held, the Executive Board may designate an executive officer as a temporary substitute.

Paragraph 2 The election foreseen in the main section may be waived if there is an opening in the year in which the term of office of the Executive Board in office is to end.

**SECTION III**

**EXECUTIVE BOARD**

**Operation**

Article 44 - The Executive Board will meet ordinarily, at the Company's headquarters, mandatorily on a monthly basis and preferentially on a weekly basis, and extraordinarily, whenever necessary, when called by the Chief Executive Officer or by two other executive officers.

Paragraph 1 The meetings of the Executive Board shall be held with the presence of half of the acting executive officers, and the matter shall be considered approved if it obtains the agreement of the majority of those present. In the event of a tie, the proposal that has the vote of the executive officer presiding over the meeting will prevail.

Paragraph 2 Each executive officer present will be granted the right to only one vote, even in the event of accumulation of functions of Executive Officers. Voting by proxy will not be allowed.

Paragraph 3 The Executive Board's deliberations will be contained in minutes drawn up and signed by all those present.

Article 45 - The non-physical attendance of the executive officers at ordinary meetings is allowed, if necessary, by means of available information technology that can ensure their effective attendance and the authenticity of their votes. In this case, the executive officer who participates remotely will be considered to be present at the meeting and his/her vote will be valid for all legal purposes and incorporated into the minutes of that meeting.

Article 46 - The Executive Secretary Management will act as secretary at the Executive Board meetings.

### **Attributions**

Article 47 - In addition to the attributions, defined by law, the Executive Board shall also:

I - manage the Company's business in a sustainable way, considering the economic, social, environmental and climate change factors, as well as the related risks and opportunities, in all activities under its responsibility;

II - comply with and enforce the Company's Bylaws and the decisions of the General Meeting and of the Board of Directors;

III - elaborate and submit to the Board of Directors for approval:

- a) the bases and guidelines for elaborating the strategic plan, as well as the annual and multi-annual programs;
- b) the strategic plan, goals and indexes, as well as the respective multi-annual plans and annual programs of expenditures and investments of the Company with the respective projects;
- c) the Company's budget, with indication of the sources and applications of funds as well as their alterations;
- d) investment projects in new businesses, participation in new ventures, as well as participation in other companies, approval of the incorporation, closing or alteration of any companies, ventures or consortia;
- e) evaluation of the performance results of the Company's activities;
- f) on a quarterly basis, the Company's reports accompanied by the financial statements;
- g) annually, the management report, accompanied by the balance sheet and other financial statements and respective explanatory notes, with the opinions of the independent auditors and the Supervisory Board and the proposal for allocation of the year's income;
- h) proposal related to personnel policy;
- i) the Internal Regulations of the Board, regulations and general policies of the Company;

IV - approve:

- a) the technical-economic evaluation criteria for investment projects, with the respective plans for delegating responsibility for their execution and implementation;
- b) the bookkeeping plan;
- c) the Company's annual insurance plan;
- d) the transactions between related parties, within the criteria and limits defined by the Company;
- e) the manuals for direct hiring and contract management;

V - authorize, observing the limits and guidelines set by law and by the Board of Directors:

a) acts of judicial or extrajudicial waiver or transaction, to end disputes or pending matters, being able to set value limits for delegation of the practice of these acts by the Chief Executive Officer or any other executive officer; and

b) entering into any legal business, observing the limits established in these Bylaws and by the Board of Directors, notwithstanding the powers attributed by the Bylaws to the Board of Directors, including the acquisition, disposal, or encumbrance of assets, obtaining loans and financing, assuming obligations in general, and also association with other legal entities;

VI - to propose the Company's Policies and Code of Conduct, ensuring compliance with them within the scope of its operation;

VII - to appoint an Information Security Committee, which must propose information security and data protection policies;

VIII - to define the organizational structure and internal distribution of the administrative activities of the Corporation and its wholly-owned subsidiaries and controlled companies;

IX - to negotiate and sign management instruments between the Company and the companies in which it holds an interest;

X - to appoint the Company's representatives in the Statutory Bodies of the companies in which it or its wholly-owned subsidiaries have or come to have a direct or indirect interest;

XI - to define and monitor compliance with the guidelines and policies of the Company in its wholly-owned subsidiaries, in direct or indirectly controlled companies, and in the case of direct or indirect minority interests, to supervise governance and control practices proportional to the relevance, materiality, and risks of the business in which they participate.

Paragraph 1 It will be incumbent upon the Executive Board to deliberate on all other matters that are not the exclusive competence of the General Meeting or of the Board of Directors, or the deliberation of which falls within the competence of the lower levels of Governance.

Paragraph 2 The Executive Board may designate to the other management levels of the Company the competence to act on certain matters concerning the limits of individual competence attributed to the Officers or two Officers, as well as the signing of contracts, agreements, cooperation terms or any



instrument that generates obligation for the Company, as long as it is previously approved within the established limits.

### **Company Representation**

Art. 48 - The Company is obligated before third parties:

I - by the signature of two officers, one necessarily being the Chief Executive Officer or the officer responsible for the financial area, and the other, the officer with attributions from the respective area to which the matter refers;

II - by the signature of a director and a proxy, in accordance with the powers contained in the respective power-of-attorney;

III - by the signature of two proxies, in accordance with the powers contained in the respective power-of-attorney;

IV - by the signature of a proxy, in accordance with the powers contained in the respective power-of-attorney, in this case exclusively for the practice of specific acts.

Paragraph 1 The power-of-attorneys will be granted for a determined validity term and will specify the powers granted; only powers-of-attorney for the jurisdiction in general will have an indefinite term.

Paragraph 2 In the hypotheses of this article, the power-of-attorneys must be signed by the CEO and by the director of the area whose powers are to be delegated.

Paragraph 3 The power-of-attorneys shall expressly specify the special powers, acts or operations granted, within the limits of the powers of the officers granting them, as well as the duration of the term of office for a determined validity term, with delegation of powers prohibited, except in the event of a power-of-attorney for purposes of judicial representation of the Company, which may be for an indefinite term and with the possibility of delegation of powers under the conditions defined in said instrument.

Paragraph 4 Any of the directors may represent the Company individually, when the act to be practiced requires singular representation and in cases in which the use of electronic signatures makes it impossible for two or more people to sign the same document, upon authorization from the Executive Board.

Paragraph 5 - When the object of the power-of-attorney is the practice of an act that depends on prior authorization of the

Executive Board or the Board of Directors, it can only be granted after such authorization, which must be mentioned in its text.

## **CHAPTER V**

### **COMMITTEES**

Article 49 - The company will have the Statutory Audit, Eligibility and Technical Committees.

Sole Paragraph - The investiture of members of the Statutory Committees will observe the conditions established in the Company's Nomination Policy and in the legislation in effect.

## **SECTION I**

### **AUDIT COMMITTEE**

Article 50 - The Audit Committee is an independent body, of a consultative and permanent nature, that advises the Board of Directors.

Article 51 - The Audit Committee will also exercise its attributions and responsibilities with regard to the companies controlled by the Company and its subsidiaries when the single Audit Committee regime is adopted.

Article 52 - The Audit Committee must have means to receive denunciations, including confidential ones, internal and external to the Company, on matters related to the scope of its activities.

Article 53 - The Audit Committee will be made up of four independent members, formed in the manner established by legislation, to be indicated by the Board of Directors, with its competence and attributions defined in Internal Regulations.

Paragraph 1 The members of the Audit Committee, in their first meeting, will elect their Chairman.

Paragraph 2 The Audit Committee will meet at least monthly or whenever necessary, so that the accounting information is always evaluated prior to its disclosure.

Paragraph 3 The Audit Committee must disclose the minutes of its meetings, in the form of an excerpt, except in the event that this may put the Company's business at risk.

Paragraph 4 One of the Audit Committee's representatives will necessarily be an independent director, nominated by his or her peers, the receipt of cumulative remuneration being forbidden.

Article 54 - The Audit Committee is granted operational autonomy and budget allocation, annually or by project, within the limits approved by the Board of Directors, to conduct or determine the carrying out of consultations, evaluations and investigations within the scope of its activities, including the hiring and use of external independent experts, as well as the reimbursement of expenses necessary for the attendance of directors at the Company's meetings, in addition to their remuneration.

Article 55 - The company will have an Internal Audit, linked to the Board of Directors, responsible for assessing the adequacy of internal control, the proper application of the principle of segregation of duties, in order to avoid the occurrence of conflicts of interest and fraud, the effectiveness of risk management and governance processes, and reliability of the process of collection, measurement, classification, accumulation, registration, and disclosure of events and transactions, with a view to preparing the financial statements, also observing other competencies imposed by Law 13303/2016.

## **SECTION II**

### **ELIGIBILITY COMMITTEE**

Article 56 - The Eligibility Committee is an auxiliary body of the shareholders that will verify the conformity of the process of nomination and evaluation of Managers, members of the Supervisory Board and of the Statutory Committees.

Article 57 - The Eligibility Committee will be made up of six members, elected in a General Meeting, whose competencies and attributions will be defined in Internal Regulations.

Sole Paragraph - The Eligibility Committee will decide by majority vote, recorded in minutes, in accordance with the Internal Regulations.

## **SECTION III**

### **TECHNICAL COMMITTEE**

Article 58 - The Technical Committee, which is linked to the Board of Directors, will have its attributions foreseen in its own Internal Regulations.

## **CHAPTER VI**

### **SUPERVISORY BOARD**

Article 59 - The Company will have a permanently functioning Supervisory Board, of collegiate and individual performance, with the competencies and attributions foreseen in law.

Article 60 - The Supervisory Board will be made up of five full members and an equal number of substitutes, elected at the General Shareholders' Meeting, with a unified term of office, as per the terms of article 68, items and paragraphs.

Article 61 - The Supervisory Board will have its own annual budget included in the Company's budget approved by the shareholders convened in a General Meeting.

Sole Paragraph - The Supervisory Board's annual budget must include the expenses related to consultations with external professionals to obtain specialized assistance in matters of relevance to the Company, as well as the expenses necessary for the attendance of directors to the Company's meetings, in addition to their remuneration.

#### **Vacancies and replacements**

Article 62 - In the event of vacancy, resignation or dismissal of the full member, the substitute will take over the function until a new full member is elected.

Article 63 - The Supervisory Board will meet ordinarily once a month and extraordinarily, whenever necessary, when summoned by any of its members or by the Executive Board, with the minutes being drawn up in the appropriate book.

Sole Paragraph - The Chairman of the Supervisory Board will be elected by his or her peers.

Article 64 - The members of the Supervisory Board will receive the remuneration established by the Meeting that elects them, observing the minimum remuneration established by law.

## **CHAPTER VII**

## **RULES COMMON TO STATUTORY BODIES**

### **Investiture, term of office, impediments and prohibitions**

Article 65 - The members of the Statutory Bodies shall prove, by means of resume, that they have the professional, technical or administrative capacity, experience compatible with the position, an unblemished reputation, as well as prove the fulfillment of legal requirements and that they are not included in the cases of impediment and prohibition foreseen in the legislation in effect, and also that they are in conformity with the Company's Nomination Policy.

Article 66 - The members of the Statutory Bodies will be invested in their positions by signing a term of investiture.

Paragraph 1 The term of investiture must be signed within thirty days of election or appointment, under penalty of its ineffectiveness, except for a justification accepted by the body to which the member has been elected, and must contain the indication of at least one domicile for receipt of summons and subpoenas for administrative and judicial proceedings, relative to acts of its management, with change of the indicated domicile being allowed only upon written communication to the Company.

Paragraph 2 Investiture will be subject to the presentation of a declaration of assets and values, in the manner provided for in the legislation in effect, which must be updated annually and at the end of the term of office.

Article 67 - The investiture of the members of the Board of Directors, Supervisory Board and Executive Board shall be subject to prior execution of the "Consent Form" under the terms of the "Level 2 Listing Rules" of B3 S.A. - Brasil, Bolsa, Balcão, as well as compliance with the applicable legal requirements.

Article 68 - The term of office of members of the Executive Board, of the boards and statutory committees of the Company and its respective subsidiaries shall be two years, with the following, at most, being allowed:

I - two consecutive reappointments, for members of the Supervisory Board and the Eligibility Committee;

II - three consecutive reappointments for members of the Executive Board, and the technical and audit committees; and

III - three consecutive reappointments for members of the Board of Directors elected by the Meeting and one consecutive reappointment for the employee representative.

Sole Paragraph - The end of the term of office of the technical and audit committees will coincide with that of the Board of Directors.

Article 69 - The managers of the Company must adhere to the policy for negotiation of assets of own issuance, the policy for transactions with related parties and the policy for disclosure of relevant information, in compliance with the regulations of the Brazilian Securities and Exchange Commission [CVM], by signing the respective term.

Article 70 - Shareholders and members of the Executive Board and the Board of Directors and Supervisory Board who, for any reason, have a private interest that is direct, indirect or in conflict with that of the Company in a given deliberation, must abstain from participating in the discussion and voting on this item, even if as representatives of third parties, and the reason for their abstention must be recorded in the minutes, indicating the nature and extent of their interest.

Article 71 - Statutory members will be dismissed upon termination of office, voluntary resignation or dismissal.

Sole Paragraph - The act of resignation must be submitted to the Board of Directors for acknowledgment.

Article 72 - Except in the case of resignation or dismissal, the term of office of members of the Statutory Bodies is automatically extended until the investiture of new members.

Article 73 - In addition to the cases foreseen in law, the position will become vacant when

I - the member of the Board of Directors or Supervisory Board or the Statutory Committees who fails to attend two consecutive meetings or three interspersed ones, in the last twelve meetings, without justification;

II - the member of the Executive Board is absent from the exercise of the office for more than thirty consecutive days, except in case of leave of absence, including vacation, or in the cases authorized by the Board of Directors.

Article 74 - An evaluation of the performance of the Board of Directors, its committees and the Executive Board, as well as of each of its members, will be conducted annually, with support of

the Eligibility Committee, and may rely on an independent institution, according to a procedure previously defined in Internal Regulations.

Article 75 - The Statutory Bodies will validly meet with the presence of the majority of their members and deliberate by majority vote of those members present.

Sole Paragraph - In the event of a non-unanimous decision, the dissenting vote may be recorded, at the discretion of the respective member.

Article 76 - The members of a Statutory Body, when invited, may attend the meetings of the other bodies, without voting rights.

Article 77 - The Statutory Bodies' meetings must preferably be held in person, with the participation of members by means of available information technology being allowed.

Article 78 - Minutes of the meetings will be drawn up, signed by those present, and must be disclosed on the Company's website, except when the majority believes that disclosure could put legitimate Company interests at risk.

#### **Remuneration**

Article 79 - The remuneration of members of the Statutory Bodies will be fixed by the General Meeting and there will be no accumulation of earnings or any advantages as a result of replacements that occur due to vacancies, absences or temporary impediments, in the terms of these Bylaws.

Article 80 - The remunerated participation of members of the public administration, whether direct or indirect, is forbidden on more than two boards of directors or supervisory boards of the Company or its subsidiaries.

Sole Paragraph - The CEO, as a member of the Board of Directors, will not be remunerated.

#### **CHAPTER VIII**

##### **DISPOSAL OF CONTROL**

Article 81 - Disposal of the Company's Control, whether by means of a single operation or successive operations, must be contracted under the condition, either suspensive or resolute, that the Buyer undertakes to make a public offering for acquisition of shares of the Company's other shareholders,

observing the conditions and terms foreseen in the legislation in force in the Level 2 Listing Rules of B3 S.A. - Brasil, Bolsa, Balcão, in such a way as to assure it the same treatment as that given to the Selling Controlling Shareholder.

Paragraph 1 The public offering for the acquisition of shares referred to in this article will also be required:

i) when there is an onerous assignment of subscription rights for shares and other securities or rights related to securities convertible into shares, which results in Disposal of the Company's Control; or

ii) in case of disposal of the control of a company that holds the Company's Controlling Power, in which case the Selling Controlling Shareholder shall be obliged to declare to B3 S.A. - Brasil, Bolsa, Balcão the value attributed to the Company in this disposal and attach the documentation that proves this value.

Paragraph 2 For the purposes of these Bylaws, the terms Controlling Shareholder, Selling Controlling Shareholder, Disposal of Control, Buyer, Controlling Power, and Economic Value shall have the meaning ascribed to them by the Level 2 Listing Rules of B3 S.A. - Brasil, Bolsa, Balcão.

Article 82 - Those who acquire the Controlling Power, as a result of a private share purchase agreement entered into with the Controlling Shareholder, involving any number of shares, will be obliged to:

i) carry out the public offering referred to in Article 81 above; and

ii) pay, under the terms indicated below, an amount equivalent to the difference between the public offering price and the amount paid per share eventually acquired on the stock exchange in the six months prior to the date of acquisition of Controlling Power, duly adjusted up to the date of payment. Said amount shall be distributed among all persons who sold shares of the Company on the trading sessions where the Buyer made the acquisitions, proportionally to the daily net sales balance of each one, and B3 S.A. - Brasil, Bolsa, Balcão shall be responsible for operationalizing the distribution, according to its regulations.

Article 83 - The Company shall not register any transfer of shares to the Buyer or to the person(s) that come to hold the Controlling Power, as long as such person(s) does (do) not sign the Consent Form of the Controlling Shareholders referred to in the Level 2 Listing Rules of B3 S.A. - Brasil, Bolsa, Balcão.



Sole Paragraph - No shareholders' agreement providing for the exercise of the Controlling Power may be registered at the Company's headquarters while its signatories have not subscribed to it.

## **CHAPTER IX**

### **CANCELLATION OF REGISTRATION AS A PUBLICLY-HELD COMPANY**

Article 84 - In the public offering for acquisition of shares to be made by the Controlling Shareholder or the Company for cancellation of the registration as a publicly-held company, the minimum price to be offered shall correspond to the Economic Value calculated in the valuation report prepared under the terms of paragraphs 1 and 2 of this Article, pursuant to the applicable legal and regulatory rules.

Paragraph 1 The evaluation report referred to in the main section of this Article shall be drawn up by a specialized institution or company, with proven experience and independence with regard to the decision-making power of the Company, its Managers and/or the Controlling Shareholder(s), in addition to meeting the requirements of Paragraph 1 of Article 8 of the Corporation Law, and contain the responsibility provided for in Paragraph 6 of this same article.

Paragraph 2 For purposes of the public offering referred to in chapters VIII and IX of these Bylaws, it is exclusively up to the General Meeting to choose the institution or specialized company that will determine the Company's Economic Value, from submission of the three-name list presented by the Board of Directors, and the respective deliberation, blank votes not being computed, and each share, regardless of type or class, being entitled to one vote, shall be taken by the majority of votes of the shareholders representing the Outstanding Shares present in that meeting, which, if held at first call, must be attended by shareholders representing at least 20% (twenty percent) of the total Outstanding Shares, or, if held on second call, may be attended by any number of shareholders representing the Outstanding Shares.

Paragraph 3 For the purposes of these Bylaws, "Outstanding Shares" are considered to be all shares issued by the Company, except for those held by the Controlling Shareholder, by persons linked to him/her, by the Company's managers, and those held in treasury.

## CHAPTER X

### COMPANY'S DELISTING FROM LEVEL 2

Article 85 - In the event of a decision to delist the Company from Corporate Governance Level 2 so that the securities issued by it may be registered for trading outside Corporate Governance Level 2, or by virtue of a corporate reorganization operation, in which the company resulting from such reorganization does not have its securities admitted to trading at Corporate Governance Level 2 within 120 (one hundred and twenty) days from the date of the General Meeting that approved such operation, the Controlling Shareholder shall make a public offering for acquisition of the shares held by the other shareholders of the Company, at least for the respective Economic Value, to be calculated in an evaluation report drawn up under the terms of paragraphs 1 and 2 of article 84 of these Bylaws, respecting the applicable legal and regulatory rules.

Paragraph 1 - The Controlling Shareholder will be exempt from making the public offering for the acquisition of shares referred to in the main section of this article if the Company leaves Corporate Governance Level 2 as a result of signing of the Company's Participation Agreement in the special segment of B3 S.A. - Brasil, Bolsa, Balcão called Novo Mercado ("New Market") or if the company resulting from the corporate reorganization obtains authorization to trade securities on the New Market within 120 (one hundred and twenty) days from the date of the General Meeting that approved the operation.

Paragraph 2 - The General Meeting referred to in the main section of this article will not need to be held if the Company is delisted from Level 2 due to the cancellation of its registration as a publicly-held company.

Article 86 - If there is no Controlling Shareholder, should a decision be made to delist the Company from Corporate Governance Level 2 so that the securities issued by it may be registered for trading outside Corporate Governance Level 2, or by virtue of a reorganization operation in which the company resulting from such reorganization does not have its securities admitted to trading on Corporate Governance Level 2 or on the New Market within 120 (one hundred and twenty) days from the date of the General Meeting that approved such operation, the delisting is subject to a public offering for the acquisition of shares under the same conditions set forth in the above article.

Paragraph 1 - The General Meeting must define the person(s) responsible for holding the public offering for the acquisition

of shares, who, present at the Meeting, must expressly undertake the obligation to hold the offering;

Paragraph 2 - In the absence of a definition of those responsible for holding the public offering for the acquisition of shares, in the event of a corporate reorganization operation, in which the company resulting from such reorganization does not have its securities admitted for trading on Corporate Governance Level 2, it will be up to the shareholders who voted in favor of the corporate reorganization to hold said offering.

Article 87 - The Company's delisting from the Corporate Governance Level 2 due to noncompliance with the obligations contained in the Level 2 Listing Rules is subject to a public offering for acquisition of shares, at least at the Economic Value of the shares, to be calculated in an evaluation report pursuant to Article 84 of these Bylaws, pursuant to the applicable legal and regulatory rules.

Paragraph 1 - The Controlling Shareholder shall hold the public offering for the acquisition of shares pursuant to the main section of this Article;

Paragraph 2 - If there is no Controlling Shareholder and the delisting from Corporate Governance Level 2 referred to in the main section results from a deliberation of the General Meeting, the shareholders who voted in favor of the deliberation that implied the respective noncompliance must hold the public offering for the acquisition of shares provided for in the main section;

Paragraph 3 - If there is no Controlling Shareholder and the delisting from Corporate Governance Level 2 referred to in the main section occurs due to an act or fact of management, the Company's Managers must call a General Shareholders' Meeting whose agenda will be to deliberate on how to remedy the noncompliance with the obligations contained in the Level 2 Listing Rule or, where applicable, to deliberate on the Company's delisting from Corporate Governance Level 2;

Paragraph 4 - If the General Meeting mentioned in paragraph 3 above decides on the Company's delisting from Corporate Governance Level 2, said General Meeting must define the person(s) responsible for holding the public offering for the acquisition of shares provided for in the main section, who, if present at the Meeting, must expressly undertake the obligation to hold the offering;

Article 88 - The provisions of the Level 2 Listing Rules will prevail over the statutory provisions, in the event of impairment

to the rights of the recipients of the public offerings set forth in these Bylaws.

## CHAPTER XI

### FISCAL YEAR, FINANCIAL STATEMENTS, PROFITS, RESERVES AND INCOME DISTRIBUTION

Article 89 - The corporate year will coincide with the calendar year, at the end of which the Executive Board will draw up the financial statements foreseen in law.

Article 90 - The shareholders will have the right to a minimum mandatory dividend, corresponding to 25% (twenty-five percent) of the net profit for the year, after the deductions provided for by law.

Paragraph 1 The accrued losses and the provision for income tax will be deducted from the result for the year, before any participation.

Paragraph 2 The dividends for the fiscal year will only be distributed after deduction of the legal reserve, the latter on the basis of 5% (five percent) of the profit, up to the maximum provided for by law.

Paragraph 3 The Company may draw up semi-annual balance sheets and the Board of Directors may decide on the early distribution of interim dividends or payment of interest on equity, notwithstanding subsequent ratification by the General Meeting.

Paragraph 4 The dividend will not be mandatory in the fiscal year in which the Board of Directors informs the Ordinary General Meeting, with the opinion of the Supervisory Board, that it is incompatible with the Company's financial status.

Paragraph 5 The profits that are not distributed pursuant to Paragraph 2 shall be recorded as a special reserve and, if not absorbed by losses in subsequent fiscal years, shall be distributed as soon as the Company's financial status allows it.

Paragraph 6 - As required by law, the administration documents relative to the immediately preceding corporate year will be submitted to the State Audit Court by April 30th of each year.

Paragraph 7 - By deliberation of the Board of Directors, interest on equity can be attributed, as provided for in item XIV, of art. 34, of these Bylaws, which will be mandatorily compensated in the distribution of the mandatory dividends.

Article 91 - The dividends will be paid within a maximum period of sixty days from the date of the General Meeting that authorizes their distribution, or in accordance with the General Meeting's deliberation, it being incumbent on the Executive Board, while respecting this period, to determine the times, places and processes of payment.

Sole Paragraph - Dividends not claimed within three years from the date on which they were made available to the shareholder will be reverted to the benefit of the Company.

## **CHAPTER XII**

### **DISSOLUTION AND LIQUIDATION**

Article 92 - The dissolution will be made according to the General Meeting's decision, obeying the legal prescriptions in this regard.

Article 93 - The Company shall go into liquidation in the cases provided for by law, it being incumbent on the General Meeting, where applicable, to determine the manner of liquidation and appoint the liquidator, setting his/her remuneration.

## **CHAPTER XIII**

### **DEFENSE MECHANISM**

Article 94 - The members of the Executive Board, the Board of Directors, the Supervisory Board and the Statutory Committees are accountable to the Company and third parties for the acts they practice in the exercise of their attributions under the terms of the prevailing legislation and these Bylaws.

Article 95 - The Company will assure to members and former members of Statutory Bodies the legal defense in judicial and administrative proceedings brought against them by third parties, during or after their respective terms of office, for acts practiced in the exercise of their office or duties, by means of an insurance contract mentioned in article 98 or, for cases in which there is no insurance coverage, by an indemnity contract, according to the Indemnity Policy to be approved by the Shareholders' Meeting, which will include coverage and exclusions, the procedure for activating this instrument, coverage values and the contract model.

Paragraph 1 The legal defense mentioned in the main section is subject to the existence of a previous alignment defined by the Company's responsible legal area, which analyzes the compatibility between the defense lines adopted in benefit of the Company and of the manager.

Paragraph 2 The same protection defined in the main section may, where applicable, be extended to the Company's employees, representatives and agents who figure as defendant in judicial and administrative proceedings, exclusively as a result of acts they have practiced in compliance with a mandate granted by the Company or in the exercise of powers delegated by the managers.

Paragraph 3 Should there be no civil liability insurance coverage for events or lawsuits involving the people defined in the main section and in paragraph 2 of this article 95, the Company's Indemnity Policy is established, by signing an indemnity agreement, whereby the agent may hire an attorney of his or her own confidence at his or her own expense, being entitled to reimbursement of the respective costs and attorney's fees fixed at a reasonable amount, proposed within the current parameters and conditions practiced in the market for defense of the specific case, approved by the Board of Directors, provided that the plaintiff has been, in the end, acquitted or exonerated of liability.

Paragraph 4 The Board of Directors may deliberate on advance payment of the fees of the attorney hired in the case of paragraph 3.

Paragraph 5 The contracts foreseen in the main section of this article will not indemnify acts practiced:

- I - outside the exercise of the attributions or powers of its signatories;
- II - with bad faith, malice, serious fault, or through fraud;
- III - in one's own interest or in the interest of third parties, to the detriment of the Company's social interest;
- IV - other cases foreseen in the policy and in the respective indemnity agreement.

Article 96 - The Company will ensure the legal defense and access in a timely manner to all documentation necessary for this purpose, as well as bear the procedural costs, fees of any nature, administrative expenses and deposits to guarantee the proceedings when the defense falls within the hypotheses of article 95.

Article 97 - Should any of the individuals mentioned in article 95, beneficiary of the legal defense, be condemned or held

responsible, with a final and unappealable decision, based on a violation of the law or of the Bylaws, or resulting from an intentional act, he/she will be obliged to reimburse the Company for the amount actually disbursed with the legal defense, in addition to any eventual losses caused.

Article 98 - The Company may maintain a permanent civil liability insurance contract in favor of the persons mentioned in article 95, in the manner and extent defined by the Board of Directors and in the hired policy, including for the coverage of procedural expenses and attorney's fees of legal and administrative proceedings filed against them, besides other directly related expenses, in order to protect them from liability for acts arising from the exercise of their office or function, covering the entire term of their respective offices.

#### **CHAPTER XIV**

##### **CONFLICT RESOLUTION**

Article 99 - The Company, its shareholders, managers, members of the Supervisory Board and members of Statutory Committees undertake to resolve, by means of arbitration, any and all disputes or controversies that may arise between them, related to or arising from, in particular, the application, validity, effectiveness, interpretation, violation and its effects, of the provisions contained in these Bylaws and in the legislation in force, as well as in the rules applicable to the operation of the capital market in general, in addition to those contained in the Level 2 Listing Rules, in the Level 2 Participation Agreement, of the Sanctions Regulation and the Arbitration Regulation of the Market Arbitration Chamber instituted by B3 S.A. - Brasil, Bolsa, Balcão.

Sole Paragraph - Notwithstanding the validity of this arbitration clause, the request for emergency measures by the Parties, before constitution of the Arbitration Court, shall be referred to the Judiciary, according to item 5.1.3 of the Regulation of the Market Arbitration Chamber.

#### **CHAPTER XV**

##### **ISSUE OF UNITS**

Article 100 - The Company may sponsor the issue of Units.

Paragraph 1 Each Unit will represent one common share and four preferred shares issued by the Company and will only be issued:

(i) at the request of shareholders holding the necessary number of shares to compose the Units, pursuant to paragraph 2 below, observing the rules to be established by the Board of Directors, in accordance with the provisions of these Bylaws;

(ii) by resolution of the Company's Board of Directors, in the event of a capital increase within the authorized capital limit with the issuance of new shares to be represented by Units; or

(iii) in the cases provided for in article 102, paragraph 2, and article 103 of these Bylaws.

Paragraph 2 Only shares free of liens and encumbrances can be deposited for the issuance of Units.

Paragraph 3 From the issue of Units, the deposited shares will be registered in a deposit account opened in the name of the holder of the shares with the depositary financial institution.

Paragraph 4 The Company may hire a financial institution to issue Units.

Article 101 - The Units are book-entry and, except in the event of their cancellation, ownership of the shares represented by the Units will only be transferred by means of transfer of the Units.

Paragraph 1 The holder of the Units will have the right, at any time, to request the depositary financial institution to cancel the Units and deliver the respective deposited shares, observing the rules to be established by the Board of Directors according to the provisions in these Bylaws.

Paragraph 2 The Company's Board of Directors may at any time suspend, for a determined period of time, the possibility of canceling Units provided for in paragraph 1 of this article 101, in the event of a public offering for primary and/or secondary distribution of Units, in the local and/or international market, in which case the suspension period may not exceed thirty days.

Paragraph 3 Units subject to liens or encumbrances cannot be canceled.

Article 102 - The Units will grant their holders the same rights and advantages as the shares they represent, including in relation to the payment of dividends, interest on equity and any other bonuses, payments or earnings to which they may be entitled.



Paragraph 1 The right to attend the Company's General Meetings and to exercise all the prerogatives granted to the shares represented by the Units, by means of proof of ownership, belongs exclusively to the holder of the Units. The Unit holder may be represented at the Company's General Meetings by a proxy appointed in accordance with the Corporation Law and these Bylaws.

Paragraph 2 In the event of a split, reverse split, bonus share or issue of new shares through the capitalization of profits or reserves, the following rules shall be observed with regard to the Units:

(i) if there is an increase in the number of shares issued by the Company, the depositary financial institution will register the deposit of the new shares and credit the new Units in the account of their respective holders, in order to reflect the new number of shares held by the holders of Units, always keeping the ratio of one common share to four preferred shares issued by the Company for each Unit, and the shares that are not eligible to constitute Units will be credited directly to the shareholders, without the issuance of Units; and

(ii) in the event of a reduction in the number of shares issued by the Company, the depositary financial institution will debit the Units deposit accounts of the holders of the reverse split shares, automatically canceling a sufficient number of Units to reflect the new number of shares held by Unit holders, always observing the ratio of one common share to four preferred shares issued by the Company for each Unit, and the remaining shares that are not eligible to constitute Units will be delivered directly to the shareholders, without the issuance of Units.

Article 103 - In the event of exercise of the preemptive right for the subscription of shares issued by the Company, if any, the depositary financial institution will create new Units in the register book of book-entry Units and credit such Units to the respective holders, so as to reflect the new quantity of preferred shares and common shares issued by the Company deposited in the deposit account linked to the Units, always observing the ratio of one common share to four preferred shares issued by the Company for each Unit, and the shares that are not eligible to constitute Units will be credited directly to the shareholders, without the issuance of Units. If the preemptive right is exercised for the subscription of other securities issued by the Company, Units will not be automatically credited.

## CHAPTER XVI

## GENERAL PROVISIONS

Article 104 - In the event of withdrawal of shareholders or closure of the capital, the amount to be paid by the Company as reimbursement for the shares held by shareholders who have exercised the right to withdraw, in the cases authorized by law, must correspond to the economic value of such shares, to be calculated in accordance with the valuation procedure accepted by Law, whenever this value is less than the equity value.

Article 105 - The Company must observe the guidelines and procedures foreseen in federal, state and municipal legislation, as well as in regulatory and normative rules issued by state and federal bodies.

Article 106 - In the cases of final termination of the concessions in effect, whether by the end of the contractual term, by termination, rescission or any other type of extinction, the respective Granting Authorities must previously indemnify the Company, proportionally to the investments made, and assume the maturing portions of the financing carried out, relative to the works relating to the reverted systems.

Sole Paragraph - All assets that are not directly related to the provision of public services that were under concession will remain part of the Company's assets.

Article 107 - The rules relating to Level 2 Listing Rules contained in these Bylaws will only be effective as of the date on which the Company's shares start to be traded on the listing segment called Corporate Governance Level 2 of B3 S.A. - Brasil, Bolsa, Balcão.

Paragraph 1 With the Company's admission to the special listing segment called Corporate Governance Level 2, of B3 S.A. - Brasil, Bolsa, Balcão and signing of the Corporate Governance Level 2 Participation Agreement, the Company, its shareholders, Managers and members of the Supervisory Board are subject to the provisions of the Corporate Governance Level 2 Listing Rules of B3 S.A. - Brasil, Bolsa, Balcão ("Level 2 Listing Rules").

Paragraph 2 Pursuant to article 238 of Law no. 6404 of December 15, 1976, as amended ("Corporation Law"), the State of Paraná has the duties and responsibilities of the controlling shareholder (articles 116 and 117 of said Law), but may guide the Company's activities so as to meet the public interest, referred to in the corporate purpose, which justified its creation.

## CHAPTER XVII

### TEMPORARY PROVISIONS

Article 108 - In order to make a new Unit program feasible, the Company's shareholders may request the conversion of preferred shares issued by the Company into common shares, as well as common shares issued by the Company into preferred shares, subject to the provisions of this article.

Paragraph 1 The conversion mentioned in the main section of this article will observe the following conditions: (i) for each group of five preferred shares issued by the Company, the holder of these shares will have the right to convert one preferred share into one common share; and (ii) for each group of five common shares issued by the Company, the holder of these shares will have the right to convert four common shares into four preferred shares.

Paragraph 2 Furthermore, with the purpose of allowing all the Company's shareholders to participate in the Units program and thus promote its liquidity, shareholders who wish to form Units and who are holders of batch(es) of five shares issued by the Company in any ratio between preferred and common shares, but who do not meet the ratio of one common share to four preferred shares, may request the conversion of shares necessary for these batches of shares to meet the ratio.

Paragraph 3 It will be incumbent upon the Board of Directors to establish the terms, deadlines and conditions for the exercise of the conversion right foreseen in this article, and it may practice all acts necessary for its implementation.

Article 109 - The provisions in item "d" of article 6 of these Bylaws, as well as in item "XLIX" and in paragraph 2, both in article 34 of these Bylaws, will only take effect if the Units program foreseen in Chapter XV of these Bylaws is effectively implemented.

**Approved and consolidated at the 123<sup>st</sup> Extraordinary General Meeting, held on April 28, 2023.**