AXIA ENERGIA

End of the 2024 Share Buyback Program and Approval of a New 2025 Program

Rio de Janeiro, December 19, 2025, Centrais Elétricas Brasileiras S/A - AXIA Energia further to the material fact disclosed on July 5, 2024, hereby informs that its Board of Directors (BoD) resolved, on this date, to terminate the 2024 share repurchase program.

Additionally, on this date, the BoD approved a new share repurchase program covering common shares (ON), Class B1 preferred shares (PNB1), and Class C preferred shares (PNC).

2024 Share Repurchase Program

Under the 2024 program, the Company acquired on B3 – Brasil, Bolsa, Balcão, at market prices, 3,428,201 common shares and 524,800 preferred shares (PNB), totaling approximately R$152 million.

New 2025 Share Repurchase Program

The new repurchase program provides for the acquisition of up to 187,866,804 common shares, 26,646,211 Class B1 preferred shares, and 56,385,895 Class C preferred shares, representing 10% of the total outstanding shares of each respective class and type. The term of the new program is 18 months, ending on June 21, 2027.

The information required pursuant to Annex G of CVM Resolution No. 80/22 is set forth in the annex to this material fact.

Eduardo Haiama
Vice-president of Finance and Investor Relations

Annex G to CVM Resolution No. 80, of March 29, 2022
Trading of Treasury Shares

1. Provide a detailed justification of the objective and the expected economic effects of the transaction:

The Share Repurchase Program aims to acquire common and preferred shares issued by the Company for subsequent cancellation, sale, or retention in treasury, without a reduction of share capital, in order to enhance shareholder value through the efficient use of available cash resources and the optimization of capital allocation. The Company may use treasury shares to meet the requirements of the Stock Option–Based Compensation Plans and Restricted Stock–Based Compensation Plans approved at the Company's 184th Extraordinary General Shareholders' Meeting held on December 22, 2022. Additionally, subject to the limits set forth in Article 4, items I and II, of CVM Resolution No. 77, the Company may use treasury shares to settle obligations arising from liabilities related to legal claims concerning differences in monetary adjustment of compulsory energy loan credits or the constitutionality of the related levy.

2. Inform the number of shares (i) outstanding and (ii) already held in treasury:

In accordance with the definition set forth in Article 1, sole paragraph, item I, of CVM Resolution No. 77/2022, the Company currently has 1,878,688,044 common shares, 266,462,114 Class B1 preferred shares, and 563,858,950 Class C preferred shares outstanding; and holds in treasury 52,799,078 common shares, 4,361 Class A1 preferred shares, 7,362,600 Class B1 preferred shares, and 15,813,915 Class C preferred shares.

3. Inform the number of shares that may be acquired or sold:

The Company may acquire up to 187,866,804 common shares, 26,646,211 Class B1 preferred shares, and 56,385,895 Class C preferred shares, representing 10% of the total outstanding shares of each respective class and type.

4. Describe the main characteristics of any derivative instruments to be used by the Company, if any:

No derivative instruments will be used.

5. Describe, if any, any agreements or voting arrangements existing between the Company and the counterparties to the transactions:

There are no agreements or voting arrangements between the Company and the counterparties. The Company will carry out share purchase transactions on B3.

6. In the case of transactions carried out outside organized securities markets, provide:

a. the maximum (minimum) price at which the shares will be acquired (sold); and

b. if applicable, the reasons justifying transactions carried out at prices more than 10% higher, in the case of acquisition, or more than 10% lower, in the case of sale, than the volume-weighted average trading price over the 10 preceding trading sessions.

Not applicable. The transaction will be carried out on B3 at market prices.

7. Indicate, if applicable, the impacts that the trading will have on the composition of the Company's controlling interest or administrative structure:

There will be no acquisition of control nor any intention to change or preserve the Company's administrative structure.

8. Identify the counterparties, if known, and, if any counterparty is a related party to the Company, as defined under the applicable accounting rules, also provide the information required under Article 9 of CVM Resolution No. 81, of March 29, 2022:

The Company will conduct share repurchase transactions on B3 at market prices and, therefore, has no knowledge of the counterparties.

9. Indicate the use of the proceeds, if applicable:

The shares acquired will be held in treasury for subsequent sale or cancellation. Any proceeds eventually obtained will be allocated to the Company's corporate purposes. In addition, treasury shares may be used to meet the requirements of the Stock Option–Based Compensation Plans and Restricted Stock–Based Compensation Plans approved at the 184th Extraordinary General Shareholders' Meeting held on December 22, 2022. The Company may also, subject to the limits set forth in Article 4, items I and II, of CVM Resolution No. 77, use treasury shares to settle obligations arising from liabilities related to legal claims concerning differences in the monetary adjustment of compulsory energy loan credits or the constitutionality of the related levy.

10. Indicate the maximum term for settlement of the authorized transactions:

The maximum term for settlement of transactions involving shares issued by the Company under this Share Repurchase Plan is up to 18 months, counted from the date of the Board of Directors' resolution.

11. Identify the institutions that will act as intermediaries, if any:

- Bradesco S.A. Corretora de Títulos e Valores Mobiliários
- BTG Pactual Corretora de Títulos e Valores Mobiliários S.A.
- Citigroup Global Markets Brasil Corretora de Câmbio, Títulos e Valores Mobiliários S.A.
- Genial Institucional Corretora de Câmbio, Títulos e Valores Mobiliários S.A.
- Goldman Sachs do Brasil Corretora de Títulos e Valores Mobiliários S.A.
- Itaú Corretora de Valores S.A.
- JP Morgan CCVM S/A
- Merrill Lynch S.A. CTVM
- Morgan Stanley CTVM S.A.
- Safra Corretora de Valores e Câmbio Ltda.
- Santander Corretora de Câmbio e Valores Mobiliários S.A.
- UBS Brasil Corretora de Câmbio, Títulos e Valores Mobiliários S.A.
- XP Investimentos CCTVM S.A.

12. Specify the available resources to be used, pursuant to Article 8, paragraph 1, of CVM Resolution No. 77, of March 29, 2022:

Transactions carried out under the Share Repurchase Plan will be funded by the aggregate amount of the Company's Capital Reserves and Earnings Reserves (Retained Earnings and Statutory Reserve), except for the reserves specified in Article 8, paragraph 1, item I, of CVM Resolution No. 77/2022, or, as applicable, by the results of the current fiscal year. The balance of (i) the Retained Earnings Reserve and

Statutory Reserve accounts, after the Extraordinary General Shareholders' Meeting held on December 19, 2025, was approximately R$2.3 billion, and (ii) the Capital Reserves, as of September 30, 2025, was approximately R$11.7 billion.

13. Specify the reasons why the members of the Board of Directors are comfortable that the share repurchase will not adversely affect compliance with obligations to creditors or the payment of mandatory, fixed, or minimum dividends:

The members of the Board of Directors believe that the Company's current financial condition is compatible with the execution of the Share Repurchase Program under the approved terms and consider that the repurchase will not adversely affect compliance with obligations to creditors or shareholders in the short term. This conclusion is based on an assessment of the potential financial amount to be allocated to the Share Repurchase Program compared with:
(i) the level of obligations assumed with creditors, given the Company's ability to meet its financial commitments;
(ii) the amount of cash, cash equivalents, and financial investments available to the Company; and
(iii) the Company's expected cash generation over fiscal years 2026 and 2027.

The Company's management will monitor the compatibility of the repurchases with the Company's financial condition throughout the entire term of the Plan.