BRAZILIAN CORPORATE GOVERNANCE REPORT



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We present CEMIG's 2024 Governance Report

Transparency, responsibility and best management practices for the Company with shareholders and the market in general

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CEMIG

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2024 Governance Report



		Practice	Practicing	Not Practicing	Partially Practicing	Not applicable
	Shareholders	12	5	3	0	4
	Board of Directors	12	10	1	1	0
	Executive Board	8	7	0	1	0
	Oversight and Control Bodies	10	7	0	2	1
(🔊)	Ethics and Conflicts of Interest	12	8	0	4	0
	Total	54	37	4	8	5

2024 Governance Report: Practicing (37)



Ownership Structure	Item 1.3.1: Participation Manual - AESM. Item 1.3.2: Disclosure of Minutes of the AESM (even if summary) Item 1.7.1: Profit allocation policy defined by the Board of Directors Item 1.8.1: Bylaws: public interest justifying the inception of the government-controlled private company Item 1.8.2: Board of Directors Charter.
Board of Directors	Item 2.1.1: Duties of the Board of Directors established by the Bylaws Item 2.2.2: Nomination and Eligibility Policy Item 2.3.1: The chief executive officer does not accumulate the position of chair of the board of directors, as per the Bylaws Item 2.4.1: Annual performance evaluation of the board of directors and its committees Item 2.6.1: Onboarding program for new board of directors members Item 2.7.1: The compensation of board of directors members Item 2.8.1: Board of Directors Charter Item 2.9.1: Calendar including the annual thematic agenda with relevant matters and dates of the board of directors' meetings Item 2.9.2: Exclusive sessions of Board of Directors' meetings Item 2.9.3: Minutes of the Board of Directors' meetings
Executive Board	Item 3.1.1: Corporate Risk Management and Internal Controls Policy Item 3.2.1: There is no Shareholders' Agreement (there is no reservation of executive or managerial positions for direct nomination by shareholders) Item 3.1.1: The Bylaws charges the Board of Directors with electing, removing or evaluating Executive Officers Item 3.3.1: The Bylaws charges the Board of Directors with evaluating Executive Officers, based on specific indicators and targets Item 3.3.2: The Bylaws charges the Board of Directors with presenting, analyzing, discussing and approving results from the evaluation of the other executive officers



Executive Board	Item 3.4.1: Executive board compensation policy approved by the Board of Directors Item 3.4.2: Executive board compensation linked to results, with medium- and long-term targets Item 3.4.3: Executive board incentive structure in line with risk limits set by the Board of Directors
Oversight and Control Bodies	Item 4.1.1: Statutory Audit Committee Item 4.2.1: Fiscal Council Charter Item 4.3.1: Policy for hiring services other than audit from its independent auditors, approved by the board of directors Item 4.3.2: The Independent Audit Team will report to the Board of Directors through the Audit Committee Item 4.4.1: Internal Audit directly linked to the board of directors Item 4.5.1: Risk management policy approved by the board of directors
	Item 5.1.2: Code of Conduct formulated by the executive board, with support from the Conduct Committee, and approved by the Board of Directors

Ethics and Conflicts of InterestItem 5.1.2: Code of Conduct formulated by the executive board, with support from the Conduct Item 5.1.3: Reporting channel that is independent, autonomous and impartial according to guide approved by the Board of Directors Item 5.2.1: Duties and decision-making powers of governance agents are clearly defined accord Item 5.2.2: Public governance rules. It is the charge of the Board of Directors to declare any partice Item 5.2.3: Related-Party Transactions Policy – rules on conflicts of interest in meetings Item 5.3.1: Related Parties Policy approved by the Board of Directors - potential conflicts of interest Item 5.3.2: Related Parties Policy approved by the Board of Directors - decision-making rules and Item 5.4.1: Information disclosure policy covering the trading of securities by persons involved in policy	elines established by the executive board and ing to the Board of Directors Charter cular or conflicting interest, prior to deliberations st procedures
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2024 Governance Report: Rationale - Not Practicing or Partially Practicing



	Ownership structure: 1) Item 1.1.1: The Share Capital also consists of preferred shares.
Not Practicing	2) Item 1.5.1: Pursuant to Article 8 of the Bylaws, the State of Minas Gerais will always hold the majority of shares with voting rights. As a result, it does not characterize as disposal of shareholding control (change of control).
(4)	3) Item 1.6.1: The State of Minas Gerais will always hold the majority of shares with voting rights, not characterizing as disposal of shareholding control.
	Board of Directors 4) Item 2.5.1: There is no chief executive officer succession plan, as said officer is nominated by the majority shareholder, i.e. the State of Minas Gerais.
	Board of Directors 1) Item 2.2.1: The Company's Bylaws establishes that 25% of the Board of Directors members will be independent (information disclosed according to the Reference Form)
	Executive Board 2) Item 3.1.2: The Executive Board Charter materializes through compliance with statutory provisions
Partially Practicing (8)	Oversight and Control Bodies 3) Item 4.2.2: The minutes of the Fiscal Council's meetings producing effects on third parties are public, being available on the Investor Relations website.
	4) Item 4.5.3: The executive board evaluates the effectiveness of the risk management, internal controls and compliance policies triennially
	Ethics and Conflicts of Interest 5) Item 5.1.1: Existence of an Ethics Committee not linked to the Board of Directors. Revisions to the Code of Conduct approved by the Executive Board and the Board of Directors.
	6) Item 5.5.1: Existence of a Related-Party Transactions Policy, being considered sufficient as a specific voluntary contributions policy.
	7) Item 5.5.2: The Company has a Related-Party Transactions Policy, with such transactions being under the authority of the Board of Directors.
	8) Item 5.5.3: It is the charge of the Board of Directors to ensure transparency in the use of resources (responsibility for political disbursements).

2024 Governance Report: Rationale - Not applicable



	Shareholders 1) Item 1.2.1: There is no Shareholders' Agreement.
	2) Item 1.4.1: There is no defense measures.
Not applicable	3) Item 1.4.2: Entrenched clauses.
(5)	4) Item 1.4.3: The Bylaws does not provide for tender offers.
	Oversight and Control Bodies 5) Item 4.4.2: The Internal Audit is an independent activity, linked to the Board of Directors through the Statutory Audit Committee, pursuant to Law 13,303/2016 and State Decree 47,154/2017. It is designed to add value to the Company and improve its operations, as set out in our mission.



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1. Shareholders

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1.1 Ownership Structure



PRINCIPLE	ANSWER	EVIDENCE
1.1.1 The Company's share capital will only be composed of common shares.	<text></text>	Bylaws, Codes, Policies and Charters CEMIG - IR

1.2 Shareholders' Agreement



PRINCIPLE	ANSWER	EVIDENCE
1.2.1 - Shareholders' agreements will not bind the exercise of voting rights of any administrator or member of the oversight and control bodies.	Not applicable There is no Shareholders' Agreement in force	

1.3 Shareholders' Meetings



PRINCIPLE	ANSWER	EVIDENCE
1.3.1 - The executive board will utilize the shareholders' meetings to communicate the Company's running of the business, and management will publish a manual to facilitate and encourage participation in the shareholders' meetings.	Practicing	Participation Manual - AESM
1.3.2 - The minutes will allow for a full understanding of the discussions held at the meeting, even if they are drawn up in summary form, and include the votes cast by the shareholders.	Practicing	Minutes of CEMIG's AESM

1.4 Defense Measures



PRINCIPLE	ANSWER	EVIDENCE
1.4.1 - The board of directors will perform a critical analysis of the advantages, drawbacks and characteristics of the defensive measures and, most importantly, of its triggers and price parameters, if applicable, explaining them.	Not applicable There are no defense measures	
1.4.2 - "Entrenched clauses" – which make it impossible to remove said measures from the bylaws – will not be used.	Not applicable There are no entrenched clauses	
1.4.3 - If the bylaws provide for a tender offer whenever a shareholder or a group of shareholders directly or indirectly reaches a relevant equity interest in the voting capital, the rule for setting the offer price will not impose premium increases substantially above the economic or market value of the shares.	Not applicable The Bylaws does not provide for tender offers.	

1.5 Change of Control



PRINCIPLE	ANSWER	EVIDENCE
1.5.1 - The Company's bylaws will establish that: (i) transactions characterizing direct or indirect disposal of controlling interest will be accompanied by a tender offer targeted at all shareholders, for the same price and under the same conditions obtained by the selling shareholder: (ii) management must issue an opinion on the terms and conditions for corporate restructurings, capital increases and other transactions giving rise to changes of control and state whether they ensure fair and equitable treatment to the Company's shareholders.	Description Description Series will adways hold the majority of shares with voting grats will adways hold the majority of shares as disposed to share be advanted by the state of t	Bylaws, Codes, Policies and Charters CEMIG - IR

1.6 Management Opinion on Tender Offers



PRINCIPLE	ANSWER	EVIDENCE
1.6.1 - The bylaws will provide that the Board of Directors issue an opinion on any tender offer for shares or securities convertible into or exchangeable for shares issued by the Company, which must contain, among other relevant information, management's opinion on the possible acceptance of the tender offer and the Company's economic value.	Not Practicing Pursuant to Article 8 of the Bylaws, the State of Minas Gerais will always hold the majority of shares with voting rights. As a result, it does not characterize as disposal of shareholding control.	Bylaws, Codes, Policies and Charters CEMIG - IR

1.7 Profit Allocation Policy



PRINCIPLE	ANSWER	EVIDENCE
1.7.1 - The Company will formulate and disclose a profit allocation policy established by the board of directors. Among other aspects, said policy will provide for the periodicity of dividend payments and the reference parameter to be used for setting the respective amount (percentage of adjusted net income and free cash flow, among others).	Practicing Pursuant to Articles 37 to 41 of the Bylaws	Bylaws, Codes, Policies and Charters CEMIG - IR

1.8 Government-Controlled Private Companies



PRINCIPLE	ANSWER	EVIDENCE
1.8.1 - The bylaws will clearly and precisely set out, in a specific chapter, the public interest that justified the inception of the government-controlled private company.	PracticingProvide the Article 1 of the Bylaws, aims to build, operate and explore systems for generating, funding and trading electricity, including the diverses, and related services; to develop activities on and information of the Article and exploration: to provide consulting services, within the scope of its area of perform activities that are directly or indirectly related to the Suboration of the Communications and information is business purpose, including the development of technologies, and nonvation. Paragraph 1 - The activities provided for infis Article may be directly performed by the Gompany or by companies in Brazil and abroad; and the suboration of telecommunications and information in this Article may be directly performed by the Gompany or by companies in which the Company may hold be activities provided for infis Article may be directly performed by the Gompany or by companies in which the Company may hold be activities provided for infis Article may be directly performed by the Gompany or by companies in which the Company may hold be activities provided for infis Article may be directly performed by the Gompany or by companies in which the Company or by companies in the Article may be activities provided for infis Article may be directly performed by the Gompany or by companies in which the Company or by company or by companies in the Article activities provided for infis Article may be directly performed by the Gompany or by company or by compan	Bylaws, Codes, Policies and Charters CEMIG - IR

1.8. Government-Controlled Private Companies



PRINCIPLE	ANSWER	EVIDENCE
1.8.2 - The board of directors will monitor the Company's activities and formulate policies, mechanisms and internal controls for determining any costs to meet the public interest and any reimbursement of the Company or other shareholders and investors by the controlling shareholder.	<section-header></section-header>	Bylaws, Codes, Policies and Charters CEMIG - IR



2. Board of Directors

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2.1 Duties



PRINCIPLE	ANSWER	EVIDENCE
2.1.1 - The board of directors, without prejudice to other legal and statutory duties and other practices provided for in the code, will: (i) define business strategies, considering the impacts of the company's activities on society and the environment, aiming at the company's perpetuity and value creation in the long term; (ii) periodically assess the company's risk exposure and the effectiveness of the risk management systems, internal controls and the integrity/compliance system, as well as approve a risk management policy compatible with the business strategies; (iii) define the Company's values and ethical principles and ensure the issuer's transparency in the relationship with all stakeholders; and (iv) yearly review the corporate governance system, aiming at improving it.	Practicing Pursuant to Article 18 of the Company's Bylaws, it adopts the guidelines provided for in this principle. Thus, as per subitem (a) of Article 18, it is the charge of the Board of Directors to set the general guidelines of the Company's business, as well as to discuss, approve and monitor decisions involving corporate governance practices, relationships with stakeholders, the people management policy, and the code of conduct. Finally, as per subitem (1) of Article 18, the Board is responsible for ensuring that risk management and internal control systems are implemented and overseen, aimed at preventing and mitigating the main risks to which the Company is exposed, including risks related to the integrity of accounting and financial information and the occurrence of corruption and fraud. The Company has a CORPORATE RISK MANAGEMENT POLICY, which was approved by the Board of Directors, with its assumptions evaluated. The Company also has a Risk Committee linked to the Board of Directors that is dedicated to monitoring the Company's risk management process. Regarding the annual review of the corporate governance system, CEMIG states that it has a GOVERNANCE, MANAGEMENT AND CONTROL POLICY FOR INVESTEES IN WHICH IT DOES NOT HOLD	Bylaws, Codes, Policies and Charters CEMIG - IR

CONTROLLING INTEREST. Said policy is reviewed every 2 (two) years, rather than annually, as defined by the principle, ensuring it is adequate to the best governance practices, CEMIG's organizational structure, and the portfolio of the Investees.

2.2 Composition of the Board of Directors



PRINCIPLE	ANSWER	EVIDENCE
2.2.1 - The bylaws will establish that: (i) the board of directors be mostly composed of external members, with at least one third of independent members; (ii) the board of directors will yearly assess and disclose who the independent board members are, as well as nominate and justify any circumstances that may compromise its independence.	Partially Practicing Pursuant to Paragraph 2 of Article 13 of the Bylaws b) at least 25% (twenty-five percent) of the board members must be independent. Moreover, the Company discloses which board members are independent. Such information is included in item 7.3, "j" of the Reference Form	<u>Reference Form CEMIG - IR</u> <u>CEMIG's Bylaws</u>
2.2.2 - The board of directors will approve a nomination policy establishing: (i) the nomination of the independent board members, including recommendation of participation of other company bodies in the process; and (ii) that the composition of the board of directors will be based on the time availability of its members for the exercise of their roles and the set of knowledge, experiences, behavior, cultural aspects, age and gender.	Practicing Nomination and eligibility policy	Nomination and eligibility policy

2.3 Chair of the Board of Directors



PRINCIPLE	ANSWER	EVIDENCE
2.3.1 - The chief executive officer will not accumulate the post of chair of the board of directors.	Practicing Pursuant to Paragraph 6 of Article 13 of the Bylaws.	Bylaws, Codes, Policies and Charters CEMIG - IR

2.4 Evaluation of the Board of Directors and its Members



PRINCIPLE	ANSWER	EVIDENCE
2.4.1 - The Company will implement an annual performance evaluation process for the board of directors and its committees, such as collective bodies, the chair of the board of directors, the board members (individually considered), and the governance secretariat, if any.	<text></text>	Bylaws, Codes, Policies and Charters CEMIG - IR

2.5 Succession Planning



PRINCIPLE	ANSWER	EVIDENCE
2.5.1 - The board of directors will approve and keep the chief executive officer succession plan up to date, which will be coordinated by the chair of the board.	<section-header></section-header>	

2.6 Onboarding of new board members



PRINCIPLE	ANSWER	EVIDENCE
2.6.1 - The Company will have an onboarding program for new board members, previously structured so that said members are presented to the key people of the company and its facilities, and for addressing fundamental topics in order for them to gain understanding of the Company's business.	<text><text><list-item><list-item><list-item><list-item><list-item><list-item><list-item><list-item></list-item></list-item></list-item></list-item></list-item></list-item></list-item></list-item></text></text>	Bylaws, Codes, Policies and Charters CEMIG - IR

2.7 Board Members' Compensation



PRINCIPLE	ANSWER	EVIDENCE
2.7.1 The compensation of board of directors members will be proportional to their duties, responsibilities and time demand. There will not be compensation based on meeting participations, and the board members' variable compensation, if any, will not be linked to short-term results.	Practicing Wrise and to the Board of Directors Charter, the compensation of board of Directors Member, with no payment based on meeting participations or variable compensation. Additionally, there is distinction between additional per meeting or variable compensation.	Bylaws, Codes, Policies and Charters CEMIG - IR

2.8 Board of Directors Charter



PRINCIPLE	ANSWER	EVIDENCE
2.8.1 - The board of directors will have a charter regulating its responsibilities, duties and operating rules, including: (i) the duties of the chair of the board of directors; (ii) the rules for replacing the chair of the board of directors in his/her absence or vacancy; (iii) the measures to be adopted in situations of conflict of interest; and (iv) the setting of sufficient deadlines to receive materials for discussion in meetings, with appropriate depth.	Practicing	Bylaws, Codes, Policies and Charters CEMIG - IR

2.9 Audit Committee's Meetings



PRINCIPLE	ANSWER	EVIDENCE
2.9.1 - The board of directors will set an annual calendar with the dates of ordinary meetings, which will not be less than six or more than twelve, in addition to calling extraordinary meetings whenever necessary. The calendar will include an annual thematic agenda with relevant topics and discussion dates.	Practicing	<u>Bylaws, Codes, Policies and Charters CEMIG - IR</u> <u>IR Calendar Cemig - IR</u>
2.9.2 - Board meetings will regularly provide exclusive sessions for external board members, without the presence of executives and other guests, so that external board members can be aligned and discuss topics that might cause embarrassment.	Practicing The Board of Directors is mostly composed of external/independent members. We have specific statutory provisions for themes related to Human Resources, and the Board of Directors Member appointed by the employees will not participate in discussions and deliberations regarding matters involving labor union relations, remuneration, benefits, and advantages, including supplementary private pension plans and assistance, as well as in other matters that may give rise to a conflict of interest. In any case, at the start of every meeting, Board of Directors members are inquired about any conflicts of interest they might have with matters on the agenda.	<u>Bylaws, Codes, Policies and Charters CEMIG - IR</u>
2.9.3 - The minutes of the board of directors' meetings will be written for clarity and will record the decisions made, the attendees, and the dissenting votes and abstentions.	Practicing Pursuant to the Company's Board of Directors Charter	Bylaws, Codes, Policies and Charters CEMIG - IR



3. Executive Board

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3.1 Duties



PRINCIPLE	ANSWER	EVIDENCE
	ANSWER	LVIDENCE
3.1.1 - The executive board, without prejudice to its legal and statutory duties and other practices provided for in this Code, will: (i) execute the risk management policy and, whenever necessary, propose to the board any revisions to said policy, due to the risk changes to which the Company is exposed; (ii) implement and maintain effective mechanisms, processes and programs for monitoring and reporting financial and operational performance and the impacts of the company's activities on society and the environment.	Practicing The Company's Corporate Risk Management and Internal Controls Policy is a public holding company's website guiding CEMIG D, CEMIG GT, the suppliers of CEMIG, CEMIG GT, and CEMIG D, as well as the companies in which the Company holds equity interests, respecting their corporate procedures, being proportional to the relevance, materiality and business sisks which they face. The latest version of the policy was approved by the Board of Directors on November 9, 2023, outlining the vision of such body as to how to handle the Company's great uncertainties. Based on the Company's internal controls, we have a specific provision establishing that such Policy will be updated at least every two years.	Corporate Risk Management CEMIG - IR
3.1.2 - The board of directors will have its own charter to establish its structure, functioning, roles and responsibilities.	Partially Practicing The charter materializes through compliance with statutory provisions contained in "Section II," which provides for the Executive Board's structure, functioning, roles and responsibilities.	<u>Bylaws, Codes, Policies and Charters CEMIG - IR</u>

3.2. Nomination of Executive Officers



3.2.1 - There will be no reservation of executive or managerial positions for direct nomination by shareholders. Practicing There is no Shareholders' Agreement in force There is no Shareholders' Agreement in force	PRINCIPLE	ANSWER	EVIDENCE
	3.2.1 - There will be no reservation of executive or managerial positions for direct nomination by shareholders.		

3.3 CEO and Executive Board Evaluation



PRINCIPLE	ANSWER	EVIDENCE
3.3.1 - The chief executive officer will be formally assessed by the board of directors on an annual basis, based on the achievement of the company's financial and non-financial performance goals established by the board itself.	<section-header></section-header>	Bylaws, Codes, Policies and Charters CEMIG - IR



PRINCIPLE	ANSWER	EVIDENCE
3.3.2 The results of the evaluation of the other executive officers, including the chief executive officer's propositions regarding the goals to be agreed upon and the permanence, promotion or dismissal of the executives from their respective positions, will be presented, analyzed, discussed and approved at the board of directors' meetings.	Practicing As specified in item b of Article 18 of the Bylaws, it is the charge of the Board of Directors to elect, remove and evaluate the Company's Executive Officers, pursuant to the applicable legislation and the Bylaws, especially regarding the achievement of the goals set out in Paragraph 8 of Article 12. The Executive Board will observe and comply with the goals and limits relating, in particular, to debt, liquidity, rates of return, investment and regulatory framework established by the Board of Directors.	Bylaws, Codes, Policies and Charters CEMIG - IR

3.4 Executive Board Compensation



PRINCIPLE	ANSWER	EVIDENCE
3.4.1 - The executive board compensation will be established in a compensation policy approved by the board of directors through a formal and transparent procedure that considers the costs and risks involved.	<section-header><text><list-item><list-item><list-item></list-item></list-item></list-item></text></section-header>	Bylaws, Codes, Policies and Charters CEMIG - IR

3.4 Executive Board Compensation



PRINCIPLE	ANSWER	EVIDENCE
3.4.2 - The executive board compensation will be linked to results, with clear and objective medium- and long- term goals related to the creation of economic value for the Company in the long term.	<section-header><list-item><list-item><list-item><list-item></list-item></list-item></list-item></list-item></section-header>	Bylaws, Codes, Policies and Charters CEMIG - IR

3.4 Executive Board Compensation



PRINCIPLE	ANSWER	EVIDENCE
3.4.3 - The incentive structure must be aligned with the risk limits defined by the board of directors and prohibit the same person from controlling the decision-making process and its respective oversight. No one will resolve on their own compensation.	<section-header></section-header>	Bylaws, Codes, Policies and Charters CEMIG - IR



4. Oversight and Control Bodies

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4.1. Audit Committee



PRINCIPLE	ANSWER	EVIDENCE
4.1.1 - The statutory audit committee will: (i) be responsible for advising the board of directors on monitoring and ensuring the quality of the financial statements, internal controls, risk management and compliance; (ii) be mostly comprised of independent members and coordinated by an independent board member; (iii) have at least one independent member with proven cumulative experience in corporate accounting, internal controls, finance and audit; and (iv) have its own budget for hiring advisors for accounting, legal or other matters, when the opinion of an external expert is necessary.	Practicing The Company's Audit Committee was established pursuant to Article 24 of Law 13,303/16, with its definitions and duties provided for in Article 24 et seq of the Company's Bylaws. It is an independent, consultative and permanent body, with its own budget, aimed at advising and reporting directly to the Board of Directors, being also responsible for carrying out other activities attributed by applicable legislation. The Audit Committee has operational autonomy to conduct and determine consultations, evaluations and investigations within the scope of its activities, including for the hiring and use of independent external specialists.	Bylaws, Codes, Policies and Charters CEMIG - IR

4.2 Audit Board



PRINCIPLE	ANSWER	EVIDENCE
4.2.1 - The fiscal council will have its own charter describing its structure, functioning, work program, roles and responsibilities, without affecting its members' individual performance.	Practicing	Bylaws, Codes, Policies and Charters CEMIG - IR
4.2.2 - The minutes of the fiscal council's meetings will observe the same disclosure rules of the minutes of the board of directors' meetings.	Partially Practicing The minutes producing effects to third parties are publicly available on the Company's IR website (particularly those containing opinions in general).	Meetings CEMIG - IR

4.3 Independent Audit



PRINCIPLE	ANSWER	EVIDENCE
4.3.1 - The Company will establish a policy to hire services other than the audit from its independent auditors, approved by the board of directors, which prohibits the hiring of services other than the audit that may compromise the auditors' independence. The Company will not hire independent auditors who have provided internal audit services less than three years ago.	Practicing The theme is in line with CVM Resolution 80, of March 29, 2022. The item addressing this in the current bylaws is Article 18, subitem "i". CVM Resolution 308/99 was revoked, and CVM Resolution 23, of February 25, 2021, is in force.	Our independent audit is selected from bidding processes approved by the Board of Directors, pursuant to subitem "i" of Article 17 of the Bylaws and according to the rules of Law 8,666 of June 21, 1993, being coordinated by the Office of Finance and Investor Relations, approved by the Executive Board, and submitted to the Board of Directors for approval. The change of external auditor results from turnover, as determined by Article 31 of CVM Instruction 308 of May 14, 1999.
4.3.2 - The Independent Audit team will report to the Board of Directors through the Audit Committee, if any. The Audit Committee will monitor the effectiveness of the independent auditors' work, as well as their independence. It will also evaluate and discuss the independent auditors' annual work plan and forward it to the board of directors for analysis.	Practicing According to Article 26 of the Bylaws.	<u>Bylaws, Codes, Policies and Charters CEMIG - IR</u>

4.4 Internal Audit



PRINCIPLE	ANSWER	EVIDENCE
4.4.1 - The Company will have an internal audit area directly linked to the board of directors.	Practicing The Internal Audit is an independent activity, linked to the Board of Directors and overseen by the Statutory Audit Committee, pursuant to Law 13,303/2016 and State Decree 47,154/2017. It is designed to add value to the Company and improve its operations, as set out in our mission. Article 29 of CEMIG's Bylaws of 04/29/2022.	BYLAWS, CODES, POLICIES AND CHARTERS CEMIG's Internal Audit Charter
4.4.2 - In the case of outsourcing of this activity, the internal audit services will not be provided by the same company that audits the financial statements. The Company will not hire for internal audit any company that provided independent audit services to it less than three years ago.	Not applicable The Internal Audit is an independent activity, linked to the Board of Directors through the Statutory Audit Committee, pursuant to Law 13,303/2016 and State Decree 47,154/2017. It is designed to add value to the Company and improve its operations, as set out in our mission. Article 29 of CEMIG's Bylaws of 04/29/2022.	<u>Bylaws, Codes, Policies and Charters CEMIG - IR</u>



PRINCIPLE	ANSWER	EVIDENCE
4.5.1 - The Company will adopt a risk management policy approved by the board of directors that includes the risks to which protection is sought, the instruments used for that purpose, the risk management organizational structure, the assessment of the appropriateness and effectiveness of the operational structure and internal controls, in addition to issuing guidelines establishing the acceptable limits for the Company's exposure to these risks.	<section-header><text><text></text></text></section-header>	



PRINCIPLE	ANSWER	EVIDENCE
4.5.2 - It is the charge of the board of directors to ensure that the executive board has internal mechanisms and controls to understand, assess and control risks, so as to maintain them at levels compatible with the established limits, including the integrity/compliance program, aiming at complying with laws, regulations, and external and internal standards.	<text><text><text></text></text></text>	Bylaws, Codes, Policies and Charters CEMIG - IR



PRINCIPLE	ANSWER	EVIDENCE
4.5.3 - The executive board will assess, at least annually, the effectiveness of the risk management and internal control policies and systems, as well as the integrity/compliance program, and report the results to the board of directors.	 Partially Practicing The Company believes that it partially complies with the principle. On February 6, 2024, the Board of Directors approved the review and update of the Compliance and Anti-Bribery Policy, which provides for the continuous improvement of the compliance and antibribery management system. IMPLEMENTATION AND MONITORING Periodic review and continuous improvement Periodic review will be conducted: annually, related to performance evaluations, internal audits, and critical analyses of the Anti-Bribery Management System (ABMS); at least every 2 (two) years to check the state of implementation of the Policy's guidelines, and; at least every 3 (three) years, to check the effectiveness of the compliance structures and measures at CEMIG. The results of these evaluations must be presented to the Executive Board and the Board of Directors. This Policy must be reviewed and submitted for approval at least every 3 (three) years. With each review, its guidelines must be reviewed to ensure continuous improvement, adaptation to the environment, CEMIG's objectives, and mitigation of the main compliance and bribery risks. 	Bylaws, Codes, Policies and Charters CEMIG - IR Corporate Risk Management CEMIG - IR



PRINCIPLE	ANSWER	EVIDENCE
	 Implementation The Compliance area must identify structural and priority measures for the implementation of the Policy and the improvement of related structures and procedures, issuing recommendations to the responsible areas. If the recommendation is not followed, the responsible area must provide a reasoned justification for non-compliance. All Professionals at the Service of CEMIG must commit to the implementation and compliance with the Policy within the scope of their operation. The duties related to the implementation of this Policy must be included in the charters of other collective bodies and the organization standards of the areas. For the management of the implementation of the Policy, as well as for the evaluation of its effectiveness, instruments created by external control bodies may be used to assess CEMIG's compliance practices. The Executive Board must periodically oversee the implementation of the Policy to ensure its effectiveness, as well as supervise CEMIG's systems of risk management, compliance, antibribery, and internal controls. Article 31 - The corporate risk management area, linked to the Chief Executive Officer and led by the Statutory Officer, is responsible for: a) coordinating the mapping and management of the corporate risk portfolio; b) supporting the Company's other areas in adopting the definitions of the corporate risk policy and the risk appetite parameters defined by the Board of Directors; 	



PRINCIPLE	ANSWER	EVIDENCE
	 c) defining the methodology to be used in corporate risk management and supporting other areas in its implementation. Additionally, the Chief Executive Officer is specifically responsible for compliance and risk management: Article 23 - Subject to the provisions established in the preceding articles, and according to good corporate governance practices, each Executive Board member will be responsible for complying and enforcing compliance with these Bylaws, the resolutions taken at the Shareholders' Meetings and by the Board of Directors, the Charter and decisions of the Executive Board, whose members have a duty to the following, among others: I - Chief Executive Officer: g) be in charge of the Governance Secretariat, Strategic Planning, Compliance, and Corporate Risk Management activities. The Company's Bylaws is available on our IR website. 	



5. Ethics and Conflicts of Interest

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PRINCIPLE	ANSWER	EVIDENCE
5.1.1 - The Company will have an independent and autonomous Conduct Committee directly linked to the Board of Directors, responsible for implementing, disseminating, training, reviewing and updating the Code of Conduct and the Reporting Channel, as well as for conducting investigations and proposing corrective measures related to the violations of the Code of Conduct.	Partially practing The Ethics Committee is not linked to the Board of Directors. The purpose of CEMIG's Ethics Committee is to coordinate the Company's actions as to the management of its Code of Conduct, also observing the Code of Ethical Conduct of Public Servants and the Senior Management" of the State of Minas Gerais, relating to the duties of the Ethics Committee. Item 3.3 of NO 4.32 (internal rule) regulates the Ethics Committee's duties and provides for the provision, by said Committee, of periodic training in the Code, at least annually, for employees, fiscal council members, and management. Item 3.5 of such rule establishes that CEMIG's Ethics Committee has a duty to receive reports and investigate said reports related to non-compliance with CEMIG's Code of Conduct and the "Code of Ethical Conduct of Public Servants and the Senior Management of the State of Minas Gerais." Item 3.8, in turn, establishes that the Ethics Committee has a duty to review CEMIG's Code of Conduct, which must be approved by the Company's Executive Board and Board of Directors. Finally, CEMIG's Code of Conduct establishes that the Ethics Committee has a duty to investigate all reports received through the Reporting Channel or directly by its members through other means.	CEMIC's Ethics Committee



PRINCIPLE	ANSWER	EVIDENCE
5.1.2 The Code of Conduct, formulated by the executive board, with the support of the Conduct Committee and approved by the Board of Directors, will: (i) regulate the Company's internal and external relationships, expressing the expected commitment of the Company, its board members, executive officers, shareholders, employees, suppliers and stakeholders, by adopting appropriate standards of conduct; (ii) manage conflicts of interest and provide for the abstention of the member of the board of directors, the audit or the conduct committee, if any, who, as the case may be, is in conflict; (iii) clearly define the scope and comprehensiveness of the actions designed to investigate situations involving the use of insider information (for example, for commercial purposes or for obtaining advantages when trading securities); (iv) ensure that ethical principles underpin the negotiation of contracts, agreements and proposals to amend the bylaws, as well as policies guiding the entire Company, and set the maximum value of third-party goods or services that management and employees can freely or favorably accept.	 Practicing CEMIG's Code of Conduct is approved by the Board of Directors, as per PD 56/2022, and must be used in any relationship formed as a result of CEMIG's activities with its stakeholders, i.e. clients, shareholders, employees, suppliers, the Government, and society. CEMIG's Code of Conduct provides for the following as conduct rules that must be observed by management, fiscal council members, statutory committee members, employees, interns and third parties regarding conflicts of interest: corporate ties (personal or by means of kinship) with suppliers and partners if the individual holds a position with the power to influence decisions and transactions, or to access insider information; nepotism or the use of influences; maintenance of external professional activities having a conflict of interest with CEMIG, or without reporting such as conflict of interest with CEMIG, or without reporting such as conflict of interest on the collective body in which one is part; carrying out of transactions for personal interest based on CEMIG's information, or to the projudice of one's functional responsibilities; use of CEMIG equipment/facilities to benefit oneself, or the such on the form of the such of the specific or fights and courtesies in situations. 	CEMIG - Ethics



PRINCIPLE	ANSWER	EVIDENCE
	 iii) CEMIG's Code of Conduct also establishes that confidential information belonging to the Company may not be disclosed or distributed to any person, inside or outside CEMIG, without due authorization by the responsible area. It is also prohibited to disclose information owned by CEMIG that has not been authorized. Furthermore, we seek to provide information and respond to requests, as appropriate, and we use our right to not speak out on issues that are contrary to our interests and we maintain strategic and confidential information. iv) CEMIG's Code of Conduct aims to guide and regulate conduct of people acting on behalf of the Company, or interacting with it, seeking ethics, commitment, value creation, sustainability, innovation and respect for life, pursuant to laws and regulations. The Code of Conduct also establishes that all contracts, agreements and legal transactions signed with third parties must be based on the Code of Conduct. The Service Instruction "Offer and Receipt of Gifts, Presents and Courtesies" establishes criteria for the offer and receipt of gifts, presents and courtesies by their recipients, pursuant to the laws in force and CEMIG's Code of Conduct. 	



PRINCIPLE	ANSWER	EVIDENCE
5.1.3 - The reporting channel will be independent, autonomous and impartial, following operating guidelines issued by the executive board and approved by the board of directors. It will also ensure the anonymity of its users, conduct, in a timely manner, the necessary investigations, and take the appropriate measures. This service can be assigned to a third party with recognized capacity.	Practicing Focused on the active and permanent management of corporate ethical conduct, the Company has created CEMIG's Reporting Channel that is available to all stakeholders at www.cemig.com.br. It is a permanent communication channel designed to receive reports and make ethical consultations, with or without identifying the whistleblower or requester. All reports and consultations received are processed and responded following criteria, deadlines and procedures established by the Company's internal regulations. CEMIG's Reporting Channel is maintained in an external environment by a specialized service provider, ensuring independence, autonomy and impartiality. CEMIG's Reporting Channel preserves the anonymity of whistleblowers and users, allowing for the reporting of any violation of CEMIG's Code of Conduct. CEMIG's Reporting Channel provides for non-retaliation and non-identification policies, and those reporting non-compliance with this Code of Conduct have the right not to identify themselves, if so they wish, with their anonymity preserved during investigations, not being subject to retaliation because they exercised their right to report. Additionally, the right not to face retaliation is ensured to everyone having access to the report, not being limited to the members of collective bodies, operators of CEMIG's Reporting Channel system, those in charge of records and telephone services, witnesses, deponents, and any appointed defenders.	 CEMIG's Reporting Channel: <u>CEMIG - Ethics</u> Processing of Records in CEMIG's Reporting Channel: <u>CEMIG - Ethics</u> CEMIG's Code of Conduct: <u>Bylaws, Codes, Policies and Charters CEMIG - IR</u>



PRINCIPLE	ANSWER	EVIDENCE
	The right not to face retaliation extends to the non- dissemination of reports and information that any employee might have to be cognizant of. The processing of records in the Reporting Channel is regulated by an internal rule, i.e. 10 17 - Processing of Records in CEMIG's Reporting Channel.	

5.2 Conflicts of Interest



PRINCIPLE	ANSWER	EVIDENCE
5.2.1 - The company's governance rules will ensure the separation and clear definition of functions, roles and responsibilities associated with the office terms of all governance agents. The decision-making powers of each instance will also be defined, so as to minimize potential conflicts of interest.	Practicing Pursuant to the Bylaws, the duties and decision-making powers of governance agents have been clearly defined. As a result, the Company minimizes potential conflicts of interest.	Bylaws, Codes, Policies and Charters CEMIG - IR Article 18 - Duties of the Board Articles 22 and 23 - Duties of the Executive Board Article 26 - Duties of the Audit Committee Article 34 - Duties of the Fiscal Council
5.2.2 - The Company's governance rules will be public and determine that persons who are not independent in relation to the matter under discussion or deliberation in the company's management or oversight bodies will communicate, in a timely manner, their conflicts of interest, or private interests. If these persons fail to do so, these rules will provide that someone else communicate the conflict, if he/she is aware of it and that, as soon as the conflict of interest about a specific theme is identified, the involved person will withdraw, including physically, from the discussions and deliberations. The rules will provide for this temporary withdrawal to be minuted.	Pursuant to Article 25 of the Company's Board of Directors Charter, it is the charge of the board member to declare, prior to deliberations, that he/she has a particular interest or an interest conflicting with that of the Company regarding the matter under his/her analysis, and said board member will abstain from participating in the discussion and voting by leaving the room. Furthermore, GRUPO CEMIG'S RELATED-PARTY TRANSACTIONS POLICY provides for procedures to be observed in situations involving Related Party Transactions and/or in which a potential Conflict of Interest has arisen, ensuring that decisions will be made with the best interests of CEMIG and the best corporate governance practices.	<u>Bylaws, Codes, Policies and Charters CEMIG - IR</u>

5.2 Conflicts of Interest



PRINCIPLE	ANSWER	EVIDENCE
5.2.3 - The Company will have mechanisms to manage conflicts of interest in the votes cast at the shareholders' meetings, in order to receive and process allegations of conflicts of interest and to nullify votes cast by conflicting parties, even after the meeting.	<text><list-item></list-item></text>	Bylaws, Codes, Policies and Charters CEMIG - IR

5.3 Related-Party Transactions



PRINCIPLE	ANSWER	EVIDENCE
5.3.1 - The bylaws will establish what related party transactions will be approved by the board of directors, with the exclusion of any members with potentially conflicting interests.	Practicing Pursuant to Article 18 of the Bylaws, it is the charge of the Board of Directors to approve the Related Party Policy, which describes related-party transactions and potential conflicts of interest.	Bylaws, Codes, Policies and Charters CEMIG - IR
5.3.2 - The board of directors will approve and implement a related-party transactions policy, which includes, among other rules: (i) a provision stating that, prior to the approval of specific transactions or guidelines for contracting transactions, the board of directors will request the executive board to present market alternatives to the related-party transaction in question, adjusted for the risk factors involved; (ii) prohibition of forms of compensation of advisors, consultants or intermediaries that cause a conflict of interest with the Company, its management, shareholders or shareholder classes; (iii) prohibition of loans in favor of the controlling shareholder and management; (iii) examples of related-party transactions that must be supported by independent appraisal reports, prepared without the participation of any party involved in the transaction in question, including banks, lawyers and specialized consultancies, among others, based on realistic assumptions and information endorsed by third parties; and (v) that corporate restructurings involving related parties will ensure equitable treatment for all shareholders.	Practicing	Bylaws, Codes, Policies and Charters CEMIG - IR

5.3 Related-Party Transactions



Likewise, Article 26 of the Charter prohibits the Company's Board of Directors members from intervening in transactions in which they have an interest conflicting with that of the Company. In such case, the reasons for their impediment will be minuted, pursuant to Article 115 of Brazilian Corporation Law, and general and specific criteria established by Regulatory Resolution 699, of January 26, 2016.	

5.4 Securities Trading Policy



PRINCIPLE	ANSWER	EVIDENCE
5.4.1 - The Company will adopt, by resolution of the board of directors, its own securities trading policy, which, without prejudice to compliance with the rules established by the CVM, establishes controls enabling the monitoring of the trades carried out, as well as the investigation and punishment of those responsible for any non-compliance with the policy.	<section-header></section-header>	Bylaws, Codes, Policies and Charters CEMIG - IR

5.5 Financial Contribution and Donations Policy



PRINCIPLE	ANSWER	EVIDENCE
5.5.1 - To ensure greater transparency as to the use of Company resources, a voluntary contributions policy will be formulated, which includes contributions related to political activities, containing clear and objective principles and rules, to be approved by the board of directors and implemented by the executive board.	Partially practing The Company does not have a voluntary contributions policy; however, as the State of Minas Gerais is the majority shareholder of the Company (stakeholder), the Board of Directors is responsible for disbursements related to political activities. Also, it is important to emphasize that the Company has a Related-Party transactions Policy which, in item 4.3.1.1, provides for "Transactions with minority shareholders with significant influence or with the majority shareholder: exclusive competence and authority of the Board of Directors.", in other words, said transactions come under the purview of the Board of Directors.	Bylaws, Codes, Policies and Charters CEMIG - IR
5.5.2 - The policy will provide that the board of directors is in charge of approving all disbursements related to political activities.	Partially Practicing The Company does not have a voluntary contributions policy; however, as the State of Minas Gerais is the majority shareholder of the Company (stakeholder), the Board of Directors is responsible for disbursements related to political activities. Also, it is important to emphasize that the Company has a Related-Party Transactions Policy which, in item 4.3.1.1, provides for "Transactions with minority shareholders with significant influence or with the majority shareholder: exclusive competence and authority of the Board of Directors.", in other words, said transactions come under the purview of the Board of Directors.	<u>Bylaws, Codes, Policies and Charters CEMIG - IR</u>

5.5 Financial Contribution and Donations Policy



PRINCIPLE	ANSWER	EVIDENCE
5.5.3 - The policy on voluntary contributions of government-controlled companies, or companies with reiterated and relevant business relations with the Government, will prohibit financial contributions or donations to political parties or persons linked to them, even if they are permitted by law.	<text></text>	Bylaws, Codes, Policies and Charters CEMIG - IR



