



**CTEEP – Companhia de Transmissão de Energia Elétrica Paulista**  
**Corporate Taxpayer ID (CNPJ/MF) 02.998.611/0001-04**  
**Company Registry (NIRE) 35300170571**  
**Publicly-Held Company**

**Extract from the Minutes of the 367<sup>th</sup> Meeting of the Board of Directors**

**Date, Time and Place:** Held via electronic means on August 11, 2020, at 9:00 a.m., as permitted by the Bylaws of CTEEP – Companhia de Transmissão de Energia Elétrica Paulista (“Company”), located at Avenida das Nações Unidas, nº 14.171, Torre Crystal, 7º andar, Vila Gertrudes, Cep. 04794-000, in the city and state of São Paulo.

**Call Notice:** Call notice sent by the Chairman of the Board of Directors, pursuant to Federal Law 6,404, of December 15, 1976 (“Brazilian Corporations Law”) and the Bylaws of the Company.

**Attendance:** The Chairman of the Board of Directors, Bernardo Vargas Gibsone, the Vice-Chairman of the Board, Gustavo Carlos Marin Garat, and the directors César Augusto Ramírez Rojas, Fernando Augusto Rojas Pinto, Ana Milena López Rocha, José Andrés Romero Tarazona, Roberto Brigido do Nascimento and Orivaldo Luiz Pellegrino.

**Presiding Board:** Bernardo Vargas Gibsone – Chairman; Andréa Mazzaro Carlos de Vincenti – Secretary. After the quorum was verified and the meeting called to order, the directors approved drawing up these minutes in the summary format.

**Agenda and resolutions:**

**(i) Indemnity Agreement.** After analyzing the terms of the proposed indemnity agreement and the legal and regulatory aspects related to the subject, especially the validation of its compliance with the requirements of Guidance Update 38/2018 of the Securities and Exchange Commission of Brazil (CVM), the Board of Directors unanimously decided to approve the indemnity agreement template, which, after being initialed by the Presiding Board, will be filed at the headquarters of the Company and submitted to the CVM in accordance with applicable regulations.

This indemnity agreement template will be used for specific agreements between the Company and the members of its Board of Directors and Executive Board, covering their stint on both the Executive Board of the Company as well as its subsidiaries and affiliate companies. All indemnity agreements signed will be subject to the Company’s overall limit of liability, in aggregate, of up to one hundred million reais (R\$100,000,000.00), covering all indemnities, costs and expenses for all beneficiaries of the agreements to be signed by the Company.

**(ii) Calling of Extraordinary Shareholders Meeting.** The Board of Directors unanimously approved the calling of the Extraordinary Shareholders Meeting, and the respective Management Proposal, to be held on September 14, 2020, at 9:00 a.m., at the headquarters of the Company to resolve on the amendment and restatement of the bylaws of the Company.

**(iii) Fiduciary Sale of Shares. (A)** Constitution, in favor of the holders of Debentures (as defined below) (“Debentureholders”), represented by Simplific

Pavarini Distribuidora de Títulos e Valores Mobiliários Ltda., as trustee ("Trustee"), of the Fiduciary Sale of Shares (as defined below), as guarantee for the full and prompt payment of all the Guaranteed Obligations (as defined below) under the first (1<sup>st</sup>) issue of one million, six hundred fifty thousand (1,650,000) simple, non-convertible, unsecured debentures in a single series, to be converted into cash with Security Interest, with additional personal guarantee ("Debentures") of Interligação Elétrica Ivaí S.A., inscribed in the corporate taxpayers register (CNPJ/ME) under no. 28.052.123/0001-95 ("Issuer"), with unit face value of R\$1,000.00 ("Unit Face Value"), totaling one billion, six hundred fifty million reais (R\$1,650,000,000.00) ("Issue"), which are the object of public distribution with restricted efforts, pursuant to Law 6,385 of December 7, 1976, as amended ("Capital Markets Law"), Instruction 476 of January 16, 2009 of the Securities and Exchange Commission of Brazil ("CVM"), as amended ("CVM Instruction 476"), and other applicable laws and regulations, subject to the provisions of the Fiduciary Sale Agreement (as defined below); and **(B)** expressly authorize the Executive Board of the Company to take all the necessary measures to formalize and implement the resolutions taken here, including, but not limited to, the Fiduciary Sale of Shares and the execution of the Agreement for the Fiduciary Sale of Shares and other documents that may be necessary, as well as any amendments thereto. After analysis and discussion, the directors resolved, unanimously and without any restrictions, on the following:

**(A)** to constitute in favor of the Debentureholders, represented by the Trustee, on an irrevocable and irreversible basis, pursuant to the applicable regulations and laws, of the fiduciary sale of sixty-seven million, five hundred thousand (67,500,000) common shares issued by the Issuer held by them, representing fifty percent (50%) of the capital stock of the Issuer, as guarantee for the full and prompt payment of all present and/or future principal, ancillary and/or default obligations, undertaken or that may be undertaken, to the Debentureholders under the scope of the Issue, which includes, but is not limited to, the payment of Debentures, including the Unit Face Value, inflation adjustment and interest on Debentures, as well as the reimbursement of any and all costs, charges, expenses or amounts that the Trustee, as the representative and for the benefit of Debentureholders, will pay for the constitution and/or improvement of Security Interest, and any and all other payments due by the Issuer pursuant to the "*Private Indenture of the First (1<sup>st</sup>) Issue of Simple, Non-Convertible, Unsecured Debentures, in a Single Series, to be converted into Cash with Security Interest, with Additional Personal Guarantee, for Public Distribution with Restricted Efforts, of Interligação Elétrica Ivaí S.A.*", signed on December 16, 2019, and amended from time to time ("Indenture"), including the payment of the costs, commissions, charges and expenses relating to the Indenture and all ancillary obligations such as, but not limited to, late payment charges, fines, penalties, expenses, costs, extrajudicial or arbitrated fees, indemnities, commissions and other contractual and legal charges established, as well as any and all costs or expenses incurred by Debentureholders as a result of lawsuits, proceedings and/or other judicial or extrajudicial measures required to safeguard the rights and prerogatives of the Debentureholders, pursuant to the Indenture, duly proven ("Guaranteed Obligations") and any securities convertible into shares, as well as all the yields, income and benefits attributed to them, on any account, including, but not limited to, profits, dividends, interest on equity, economic rights and all other earnings that may otherwise be distributed to the Company ("Fiduciary Sale of Shares"), pursuant to the "*Private Agreement for the Fiduciary Sale of Shares in Guarantee and Other Covenants*", to be signed by the Issuer, the Company, Transmissora



Aliança de Energia Elétrica S.A. and the Trustee ("Agreement for the Fiduciary Sale of Shares"). Other terms and conditions of the Fiduciary Sale of Shares will be described in the Agreement for the Fiduciary Sale of Shares; and

and **(B)** to expressly authorize the Executive Board of the Company to take all the necessary measures to formalize and implement the resolutions taken here, including, but not limited to, the Fiduciary Sale of Shares and the execution of the Agreement for the Fiduciary Sale of Shares and other documents that may be necessary, as well as any amendments thereto.

The capitalized terms or initials used here and which are not otherwise defined in these Minutes have the same meaning assigned to them in the Indenture.

**CLOSURE:** There being no further business to discuss, the meeting was adjourned and these minutes were drawn up, read, approved and signed by the Chairman, the Secretary and the directors present.

I hereby certify that the above resolution was extracted from the minutes drawn up in the Minutes Book of the Board of Directors of the Company.

Andréa Mazzaro Carlos de Vincenti  
Secretary