



CTEEP – COMPANHIA DE TRANSMISSÃO DE ENERGIA ELÉTRICA PAULISTA

A Publicly Held Company

CNPJ/MF 02.998.611/0001-04

NIRE 35300170571

MATERIAL FACT

CTEEP – Companhia de Transmissão de Energia Elétrica Paulista (“Company”), a corporation with registration as a publicly held company with the Comissão de Valores Mobiliários (“CVM”) – Brazilian Securities and Exchange Commission, in the “A” category, with registered offices in the city and state of São Paulo at Avenida das Nações Unidas, 14.171 5th floor, enrolled in the Ministry of the Economy’s Corporate Tax Register (“CNPJ/ME”) under number 02.998.611/0001-04 and with its corporate acts duly filed with the Board of Trade of the State of São Paulo (“JUCESP”) under NIRE 35300170571, pursuant to the provision in CVM Instruction 358 of January 3, 2002, as amended, (“CVM Instruction 358”), wishes to announce to the market at large that on this date, the Company filed with the CVM, pursuant to Article 6-A and 6-B of CVM Instruction 400 of December 29, 2003, as amended (“CVM Instruction 400”), the application for registering a public offer for distribution, initially of 400,000 (four hundred thousand) simple, non-convertible debentures, of the unsecured type in up to 4 (four) series, of the 8th (eighth) issue of the Company (“Debentures”, “Issue” and “Offer”).

The Debentures shall be subject to public distribution pursuant to CVM Instruction 400 and other laws and applicable regulations and shall comply with procedure for automatic concession of registration of securities issued by issuers with major market exposure (“EGEM”). A total of 400,000 (four hundred thousand) Debentures shall initially be issued, irrespective of the Additional Debentures (as defined below), with unit face value of the Debentures of R\$1,000.00 (thousand reais), on the Issue date equivalent to initially the amount of R\$ 400,000,000.00 (four hundred million reais) (“Total Issue Value”), with a possible increase by virtue of the eventual exercising of the Additional Debentures Option (as defined below). The Debentures shall meet the requirements of Article 2 of Law 12.431 of June 24, 2011, as amended (“Lei 12.431”), such that their holders may be entitled to the tax benefits as mandated by law.

Within the scope of the Offer, the procedure for collecting investment intentions shall be adopted by the Lead Manager pursuant to Article 23, Paragraph 1 and Article 44 of CVM Instruction 400, for assessing demand for the Debentures at different levels of interest rates, without minimum or maximum lots, establishing together with the Company: (i) the number of series to be issued in this Issue, whether in a single series, 2 (two), 3 (three) or in 4 (four) series, in accordance with demand; (ii) the number of Debentures to be issued (including the issue, in all or partially, of the Additional Debentures (as defined below)) and the respective number per series; and (iii) final Remuneration of the Debentures per series, as issued (“Bookbuilding Procedure”).



Pursuant to Article 14, Paragraph 2 of CVM Instruction 400, the number of Debentures to be initially offered may be increased by up to 20% (twenty percent), equivalent to a maximum of 80,000 (eighty thousand) additional Debentures to be issued under the same conditions and with the same characteristics as the Debentures initially offered ("Additional Debentures"), which may be issued by the Company by the date of conclusion of the Bookbuilding Procedure ("Additional Debentures Option"), without the necessity for a further registration application of the Offer to the CVM, modification of the conditions of the Issue and Offer, or corporate approval.

Pursuant to Article 2, Paragraph 1 of Law 12.431 and Decree 8.874 of October 11, 2016, the amount of the net resources raised by the Company through the Issue of the Debentures shall be used for the reimbursement of costs incurred over a maximum term of 24 (twenty-four) months as from the date of disclosure of conclusion, or future payment within the scope of the investment in the projects (as defined in the Offer's issue indenture agreement).

This material fact does not constitute an offer, invitation or request for an offer to acquire the Debentures. Neither this material fact, nor any information contained herein, shall constitute the basis of any agreement or commitment. The effective approval of the Issue and the execution of the Offer as well as the definition of its terms and conditions have been subject to a resolution by the Company's Board of Directors at a meeting held on October 28, 2019, the minutes of which can be found by consulting the websites of the CVM (<http://www.cvm.gov.br>) and the Company (<http://www.isacteep.com.br/ri>).

Pursuant to the applicable regulations and in accordance with the standards of conduct enshrined therein, additional information on the Company and the Issue may be obtained from the website of the CVM (<http://www.cvm.gov.br>) and the Company (<http://www.isacteep.com.br/ri>).

São Paulo, November 19, 2019.

Alessandro Gregorio Filho
Chief Financial and Investor Relations Officer