

# MARKET ANNOUNCEMENT

OF THE PUBLIC OFFERING OF THE 21ST (TWENTY-FIRST) ISSUANCE OF SIMPLE DEBENTURES, NOT CONVERTIBLE INTO SHARES, OF THE UNSECURED TYPE, IN UP TO THREE (3) SERIES, FOR PUBLIC DISTRIBUTION, UNDER THE RITE OF AUTOMATIC REGISTRATION OF DISTRIBUTION, OF



**ISA ENERGIA BRASIL S.A.**

CNPJ No. 02.998.611/0001-04 - NIRE 35.3.0017057-1

Companhia Aberta, Categoria "A"

Avenida das Nações Unidas, nº 14.171, Torre C - Crystal Tower, 5º, 6º e 7º andares, CEP 04794-000, Cidade de São Paulo, Estado de São Paulo

in the total amount of

**R\$3,854,626,000.00**

(three billion, eight hundred and fifty-four million, six hundred and twenty-six reais)

ISIN Code for First Series Debentures: BRISAEDBS0Q1

ISIN code for Second Series Debentures: BRISAEDBS0R9

ISIN code of Third Series Debentures: BRISAEDBS0S7

FITCH RATINGS RATING OF THE ISSUANCE: "AAA(bra)"

This classification is based on a report released on January 9, 2026, and the characteristics are subject to change.

THE REGISTRATION OF THE OFFER WAS AUTOMATICALLY GRANTED BY THE BRAZILIAN SECURITIES AND EXCHANGE COMMISSION ON JANUARY 29, 2026, UNDER THE NUMBER CVM/SRE/AUT/DEB/PRI/2026/058 FOR THE FIRST SERIES DEBENTURES, CVM/SRE/AUT/DEB/PRI/2026/059 FOR THE SECOND SERIES DEBENTURES AND CVM/SRE/AUT/DEB/PRI/2026/060 FOR THE THIRD SERIES DEBENTURES

## 1. OFFERED SECURITIES AND IDENTIFICATION OF THE ISSUER

Pursuant to Resolution No. 160 of the Brazilian Securities and Exchange Commission ("CVM") of July 13, 2022, as amended ("CVM Resolution 160"), **ISA ENERGIA BRASIL S.A.**, currently classified as a frequent fixed income issuer – EFRF (emissora frequente de renda fixa), pursuant to articles 38 and 38-A of CVM Resolution No. 80, of March 29, 2022, as amended, as issuer ("Issuer"), in this market announcement ("Market Announcement"), regarding the public offering ("Offer") of simple, non-convertible debentures, of the unsecured type, in three (3) series ("First Series", "Second Series" and "Third Series" and, jointly and indistinctly, "Series"), of its 21st (twenty-first) issuance ("Issuance" and "Debentures", respectively), hereby announces that it has partially exercised the additional lot of up to seventy thousand (70,000) Debentures provided for in the scope of the Offer ("Additional Lot"), through the additional issuance of 69,626 (sixty-nine thousand, six hundred and twenty-six) Debentures, in the amount of R\$69,626,000 (sixty-nine million, six hundred and twenty-six thousand reais) ("Additional Lot Exercised"). As a result of the Additional Lot Exercised, in total, 3,854,626 (three million, eight hundred and fifty-four thousand, six hundred and twenty-six) Debentures were issued, totaling, on the date of issuance of the Debentures, that is, January 15, 2026, the total amount of R\$3,854,626,000.00 (three billion, eight hundred and fifty-four million, six hundred and twenty-six reais) ("Total Amount of the Issue"), as ratified by means of an amendment to the Indenture.

This Market Announcement is for information purposes only, under the terms of the legislation in force, and should not be interpreted or considered, for all legal purposes and effects, as a material for the sale and/or disclosure of the Debentures.

## 2. OFFER

The Offer will be carried out under the coordination of **BTG PACTUAL INVESTMENT BANKING LTDA.**, registered with the CNPJ under No. 46.482.072/0001-13 ("Lead Arranger"), pursuant to CVM Resolution 160, and the ANBIMA Code (as defined below), intended exclusively for Professional Investors, and is, therefore, subject to the automatic registration procedure of public offering of securities, pursuant to article 26, item IV, paragraph (a), of CVM Resolution 160, as provided for in the "Indenture of the 21st (Twenty-First) Issuance of Simple Debentures, Non-Convertible into Shares, of the Unsecured Type, in up to 3 (Three) Series, for Public Distribution, of ISA Energia Brasil S.A." executed on January 9, 2026, as amended from time to time, between the Issuer and **OLIVEIRA TRUST DISTRIBUIDORA DE TÍTULOS E VALORES MOBILIÁRIOS S.A.**, registered with the CNPJ under No. 36.113.876/0004-34, as a fiduciary agent ("Indenture").

The Debentures will be subject to public distribution, under the best placement efforts regime (regime de melhores esforços de colocação) for the Total Issue Amount.

## 3. AUTOMATIC DISTRIBUTION REGISTRATION RITE

The Offer is not subject to prior analysis by the CVM and its registration with the CVM was obtained automatically, pursuant to article 26, item IV, paragraph (a) of CVM Resolution 160, as it is a public offering for the distribution of debentures not convertible into shares, representing the debt of a frequent issuer of fixed income securities (emissora frequente de renda fixa), pursuant to article 2, item VIII, of CVM Resolution 160, as it is an issuer with large exposure to the market (emissora com grande exposição ao mercado), pursuant to articles 38 and 38-A of CVM Resolution No. 80, of March 29, 2022, as amended, intended exclusively for Professional Investors. Furthermore, the Offer will not be subject to prior analysis by ANBIMA or by any regulatory or self-regulatory entity. However, after the publication of the Closing Notice, the Offer will be registered with ANBIMA – Brazilian Association of Financial and Capital Markets Entities ("ANBIMA"), pursuant to articles 15 and 18 of the "Public Offer Rules and Procedures" (Regras e Procedimentos de Ofertas Públicas), as in force, accompanied by the "Public Offer Code" (Código de Ofertas Públicas) ("ANBIMA Code").

## 4. WAIVER OF THE PRELIMINARY PROSPECTUS AND THE OFFER SHEET

The disclosure of the prospectus and sheet of the Offer (Prospecto and Lâmina da Oferta) for the realization of this Offer was waived, considering that the target audience of the Offer is composed exclusively of Professional Investors, as provided for in item I of article 9 and paragraph 1 of article 23, both of CVM Resolution 160.

Professional Investors who wish to obtain a copy of this Market Announcement or additional information about the Offer, should address, as of the date of availability of this Market Announcement, the following addresses and pages of the world wide web of the Issuer, the Lead Arranger, CVM and B3 S.A. - Brasil, Bolsa, Balcão - Balcão B3 ("B3"), as indicated below:

☐ **ISSUER**

**ISA ENERGIA BRASIL S.A.**

Avenida das Nações Unidas, nº 14.171, Torre C - Crystal Tower, 5th, 6th and 7th floors, in the City of São Paulo, State of São Paulo, CEP 04794-000

**Website:** [www.ri.isaenergiabrasil.com.br](http://www.ri.isaenergiabrasil.com.br) (on this *website*, click on "Financial Information", then click on "Indebtedness" and then locate the desired document).

**LEAD ARRANGER**

**BTG PACTUAL INVESTMENT BANKING LTDA.**

Avenida Brigadeiro Faria Lima, nº 3.477, 12º andar, Itaim Bibi, São Paulo, SP

**Website:** <https://www.btgpactual.com/investment-banking> (on this *website*, click on "Capital Markets – Download", then click on "2026" and then, just below "DEB ISA - Offering of simple debentures, not convertible into shares, of the unsecured type, in three series, of the 21st issue of ISA Energia Brasil S.A.", then, choose the specific link of the desired document).

☐ **CVM**

Rua Sete de Setembro, nº 111, 5º andar, CEP 20159-900, Rio de Janeiro - RJ; and

Rua Cincinato Braga, nº 340, 2º, 3º e 4º andares, CEP 01333-010, São Paulo - SP

**Website:** <https://www.gov.br/cvm/pt-br> (on this page, in the "Main Consultations" field, access "Public Offerings", then access "Public Distribution Offerings", then click on "Registered Offerings", select the year "2026", click on the "Debentures" and "ISA Energia Brasil" line and then locate the desired document).

☐ **B3**

**Website:** [https://www.b3.com.br/pt\\_br/produtos-e-servicos/solucoes-para-emissores/ofertas-publicas/ofertas-em-andamento/](https://www.b3.com.br/pt_br/produtos-e-servicos/solucoes-para-emissores/ofertas-publicas/ofertas-em-andamento/) (on this page, access "Offers in progress", then click on "Companies" and "ISA Energia Brasil S.A." and then locate the desired document).

## 5. ADDITIONAL INFORMATION

The terms beginning in capital letters and used in this Market Announcement that are not defined herein, will have the meaning attributed to them in the Indenture.

**THE DISCLOSURE OF THE PROSPECTUS AND THE SHEET OF THE OFFER (PROSPECTO AND LÂMINA DA OFERTA) FOR THE REALIZATION OF THIS OFFER WAS WAIVED, PURSUANT TO ARTICLE 9, ITEM I, OF CVM RESOLUTION 160.**

**CONSIDERING THAT THE OFFER IS INTENDED EXCLUSIVELY FOR PROFESSIONAL INVESTORS, PURSUANT TO ARTICLE 26, ITEM IV, PARAGRAPH (A), OF CVM RESOLUTION 160, AND IS, THEREFORE, SUBJECT TO THE AUTOMATIC REGISTRATION OF DISTRIBUTION RITE, THE DOCUMENTS RELATED TO THE DEBENTURES AND THE OFFER WERE NOT SUBJECT TO REVIEW BY THE CVM. IN ADDITION, THE DEBENTURES WILL BE SUBJECT TO RESALE RESTRICTIONS, AS INDICATED IN ARTICLE 86, ITEM I, OF CVM RESOLUTION 160.**

**THE REGISTRATION OF THIS PUBLIC OFFER DOES NOT IMPLY, ON THE PART OF THE CVM, A GUARANTEE OF THE VERACITY OF THE INFORMATION PROVIDED OR A JUDGMENT ON THE QUALITY OF THE ISSUER, AS WELL AS ON THE DEBENTURES TO BE DISTRIBUTED.**

**PURSUANT TO ARTICLE 59, PARAGRAPH 3, ITEM V OF CVM RESOLUTION 160, ADDITIONAL INFORMATION ON THE DISTRIBUTION OF THE DEBENTURES AND ON THE OFFER MAY BE OBTAINED FROM THE LEAD ARRANGER AND OTHER INSTITUTIONS PARTICIPATING IN THE DISTRIBUTION CONSORTIUM, OR FROM THE CVM.**

**THE OFFER IS IRREVOCABLE, BUT MAY BE SUBJECT TO PREVIOUSLY INDICATED CONDITIONS THAT CORRESPOND TO A LEGITIMATE INTEREST OF THE ISSUER AND WHOSE IMPLEMENTATION DOES NOT DEPEND ON ITS DIRECT OR INDIRECT PERFORMANCE OF THE ISSUER OR PERSONS RELATED TO IT, PURSUANT TO ARTICLE 58 OF CVM RESOLUTION 160.**

**READ THE TERMS AND CONDITIONS OF THE INDENTURE AND THE DEBT SUMMARY (SUMÁRIO DE DÍVIDA) CAREFULLY BEFORE MAKING YOUR INVESTMENT DECISION.**

**THIS MARKET ANNOUNCEMENT IS FOR INFORMATIONAL PURPOSES ONLY, AND IS NOT AN OFFER TO SELL SECURITIES.**

São Paulo/SP, January 30, 2026.



**LEAD ARRANGER**

