Interim Financial Statements on September 30th, 2020

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Balance sheet

On September 30th, 2020 and December 31st, 2019 (In thousands of Reais)

	Note	09/30/2020 (not reviewed)	12/31/2019
Current			
Assets			
Cash and cash equivalents	4	523	145
Accounts receivable	5	21	27
Other advances		-	66
Prepaid expenses	6	10,373	3,175
Recoverable taxes	7	15	1
Total current assets	_	10,932	3,414
Non-current			
Prepaid expenses	6	4,551	6,503
Recoverable taxes	7	1	-
Property, plant, and equipment	8	23,246	8,704
Total non-current assets		27,798	15,207
Total assets		38,730	18,621

Balance sheet

On September 30th, 2020 and December 31st, 2019 (In thousands of Reais)

	Note	09/30/2020 (not reviewed)	12/31/2019
Current	_		_
Liabilities			
Suppliers	9	3,651	1,698
Accounts payable	5	59,002	24,417
Taxes and contributions payable	10	1,183	1
Total current liabilities	_	63,836	26,116
Non-current			
Accounts payable	5	1,545	-
Total non-current liabilities	_	1,545	-
Shareholders' equity	11		
Capital social		2	2
Advance for future capital increase		13,677	13,677
Accumulated losses		(40,330)	(21.174)
Total shareholders' equity	_	(26,651)	(7,495)
Total liabilities and shareholders' equity	_	38,730	18,621

Statements of operations

Nine-month period ending on September 30th, 2020 and 2019 (*In thousands of Reais*)

	Note	09/30/2020 (not reviewed)	09/30/2019 (not reviewed)	Three-month period ending on 09/30/2020 (not reviewed)	Three-month period ending on 09/30/2019 (not reviewed)
Operating income (expenses)					
General and administrative expenses	12	(19,094)	(12,228)	(6,466)	(7,240)
Impairment and other losses	4	-	-	2	-
Net (loss) before financial result (expenses)		(19,094)	(12,228)	(6,464)	(7,240)
Net financial result	13				
Financial income		64	2	11	2
Financial expenses		(126)	(2)	(122)	(1)
Loss of the period	_	(19,156)	(12,228)	(6,575)	(7,239)

Statements of comprehensive income (loss)

Nine-month period ending on September 30th, 2020 and 2019 (In thousands of Reais)

	09/30/2020 (not reviewed)	09/30/2019 (not reviewed)	Three-month period ending on 09/30/2020 (not reviewed)	Three-month period ending on 09/30/2019 (not reviewed)
Loss of the period Other comprehensive incomes Total other comprehensive loss of the period	(19,156) - (19,156)	(12,228)	(6,575)	(7,239) - (7,239)

Statements of changes in shareholders' equity

Nine-month period ending on September 30th, 2020 and 2019 (*In thousands of Reais*)

		Capital Reserve		
	Share capital	Advance for future capital increase	Accumulated losses	Shareholders' equity
Balance on January 1st, 2019	2	13,677	(1,301)	12,378
Loss of the period	-	-	(12,228)	(12,228)
Balance on September 30th, 2019 (not reviewed)	2	13,677	(13,529)	150
Loss of the period	-	-	(7,645)	(7,645)
Balance on December 31st, 2019	2	13,677	(21,174)	(7,495)
Loss of the period	-	-	(19,156)	(19,156)
Balance as of September 30th, 2020 (not reviewed)	2	13,677	(40,330)	(26,651)

Statements of cash flows

Nine-month period ending on September 30th, 2020 and 2019 (In thousands of Reais)

	09/30/2020 (not reviewed)	09/30/2019 (not reviewed)
Cash flows from operating activities		
Loss of the period	(19,156)	(12,228)
Adjustments of items without cash effect:	, ,	, ,
Adjusted net losses	(19,156)	(12,228)
(Increase) decrease in assets and increase (decrease) in liabilities:		
Recoverable taxes	(15)	-
Prepaid expenses	(5,246)	2,110
Other advances	66	(66)
Accounts receivable	6	-
Suppliers	1,953	999
Accounts payable	16,952	10,839
Taxes and contributions payable	1,182	4
Net cash provided by (used in) operational activities	(4,258)	1,658
Cash flows from investment activities		
Acquisition of PPE	(14,542)	(3,092)
Net cash used in investing activities	(14,542)	(3,092)
Cash flow from financing activities		
Loan received – GNA HoldCo	-	1,458
Loan received – GNA Infra	19,178	-
Net cash provided by financing activities	19,178	1,458
Increase in cash and cash equivalent	378	24
At the beginning of the period	145	20
At the end of the period	523	44
Increase in cash and cash equivalent	378	24

Notes of the financial information

(In thousands of Reais, unless stated otherwise)

1 Operations

UTE GNA II Geração de Energia S.A. ("GNA II" or "Company") was incorporated on October 21st, 2015, and on April 8th, 2019, the legal type of the Company was changed from a limited liability company to a privately held company, changing its corporate name from UTE GNA II Geração de Energia Ltda. to UTE GNA II Geração de Energia S.A. Its controlled companies are Prumo Logística S.A ("Prumo") and Gás Natural Açu S.A. ("GNA HoldCo").

In December 2017, "GNA II" won the A-6 auction, a project for a thermal plant with a capacity of 1,672.6 MW that will demand investments of R\$ 5.6 billion, with an estimated start of operations on January 1st, 2023.

a. COVID-19

On March 11th, 2020, the World Health Organization declared that the corona virus outbreak is characterized as a pandemic. The consequences of the pandemic have increased the degree of uncertainty for economic agents and may have an impact on the amounts recognized in the financial statements.

A decrease in the number of coronavirus cases in Brazil is expected soon, with loosening of the distance measures. At the federal level, Decrees 10,282/20, 10,292/20 and 10,329/20 treated the activities of electric power generation (including the respective engineering works), oil and gas and cargo logistics as essential activities that must continue operating during a state of exception.

All companies in the GNA Group have implemented special operating regimes to minimize the chances of total stops of their activities, in addition to other measures to minimize the contagion of their employees.

A Crisis Management Committee was implemented involving all the companies of the GNA Group to identify risks to operations and business continuity, assess different scenarios and outline action plans to mitigate the risks raised. In this committee, 5 working groups were created to focus on specific topics:

- Safety, Environment, and Emergency Response.
- People, Health, and Internal Communication.
- Market and Customers.
- Finance, Controllership, and Treasury; and
- Operations and Supplies.

Since then, there has been daily monitoring of the main risks raised by each of these groups, including, among others, impacts related to:

- supply chain and demand for products or services.
- ability to honor the payment commitments.
- credit risk: default or requests for contractual renegotiation.
- the company's ability to keep operations in good working order; and
- reduction in the productivity of employees and stakeholders related to health and safety issues.

Several preventive measures have been and continue to be adopted in each of the Group's companies.

GNA II has been negotiating with financing agents, in a scenario of continuing the project without changes in business continuity.

b. SPIC Brazil

On August 7th, 2020, SPIC Brasil, a subsidiary of State Power Investment Corporation of China (SPIC), signed a binding contract to acquire 33% of the GNA I and GNA II thermoelectric projects. The two plants, natural gas, will have an installed capacity of 3 gigawatts (3 GW) and belong to Gás Natural Açu (GNA), a joint venture between Prumo Logística (controlled by EIG), BP and Siemens. The closing of the contract, scheduled for the first quarter of 2021 (GNA II), is subject to the fulfillment of certain precedent conditions common to this type of operation.

The condition precedent that we consider most critical is financial close, that is, the signing of a complete project finance solution, including completion Letters of Credit covering the total debt.

On the date of signing the contract, GNA HoldCo held control of GNA II, with 49.50% of the company's shares. A step before to the transaction is the transfer of 67% of the shares of GNA II to GNA Infra. With the completion of the transaction, GNA Infra's stake in GNA II will also be diluted by 33% due to the entry of SPIC (issuance of 22% of new shares of GNA II to be attributed to SPIC), which will lead GNA Infra to a 45% of stake in GNA II with the consequent loss of control, since there is no agreement for preponderance in decisions.

2 Basis for preparation and presentation of interim financial information and key accounting policies

a. Statement of compliance

The interim financial information has been prepared in accordance with CPC 21 (R1) - Interim Statement issued by the Accounting Pronouncements Committee (CPC) and IAS 34 - Interim Financial Reporting, issued by the International Accounting Standards Board - IASB.

The interim financial information should be read in conjunction with the financial statements of December 31st, 2019, approved on March 26th, 2020, which were prepared in accordance with accounting practices adopted in Brazil and with international financial reporting standards (IFRS) issued by the International Accounting Standards Board (IASB).

Authorization for the conclusion of the preparation of this financial information was given by Management on November 10th, 2020.

b. Preparation base

The interim financial information has been prepared based on historical cost, except for certain financial instruments which have been measured at fair value through profit and loss.

c. Functional currency and presentation currency

This interim financial information is report in Reais, which is the Company's functional currency. All balances were rounded to the nearest thousand, unless otherwise noted.

3 Use of estimates and judgments

Judgments, estimates, and assumptions are used to measure and recognize certain assets and liabilities in the Company's the interim financial information. These estimates considered experience form past and current events, assumptions about future events and other objective and subjective factors.

Significant items subject to estimates include the evaluation of the useful lives of property, plant and equipment, the analysis of the recovery of fixes assets, intangible assets, the evaluation of the recoverable amount of deferred income tax and social contribution, financial instruments, among others. The future settlement of transactions involving these estimates may result in values that are different from those recorded in the interim financial information due to the inaccuracies inherent in the determination process. The company review its estimates and assumptions at least annually.

4 Cash and cash equivalents

	09/30/2020 (not reviewed)	12/31/2019
Cash and banks	8	10
Financial investments		
Financial investments (a)	515	135
	515	135
	523	145
Provision for expected loss (b)	-	-
Total	523	145

- (a) The balance of cash and cash equivalents as of September 30th, 2020 consists of current accounts at Itaú, Santander, Bradesco and a committed investment at Santander, which are readily convertible into a known amount of cash and are subject to an insignificant risk of change in value.
- (b) Estimated financial losses were calculated based on the loss rates of a Corporate Default study published by S&P on April 7th, 2020, referring to 15 years of data collected by it on the default risk of companies at each rating level.

Cash and cash equivalents are held with bank and financial counterparties, which have been grouped into 5 levels, separated between AAA and BB according to their rating on Fitch Ratings, Moody's, and Standard & Poor's. As shown in the table below, the counterparts in which the Company has outstanding balances on September 30th, 2020 are classified as AAA, based on the average of their ratings at the rating companies listed above.

The estimated loss position in cash and cash equivalents was calculated based on the expected loss rate of 12 months and reflects the maturity periods of the risk exposures.

In thousands of Reais

Risk Level	Rating	Gross Balance	Loss rate (1)	Provision for Loss
Level 1	AAA	1	0,01%	-

Loss Rate considers the Global Corporate Average Default Rate for 1 year released by S&P on 04/09/19.

5 Related Parties

The Company adopts the Corporate Governance practices recommended and/or required by law. The Company's Corporate Governance Policy determines that the members of the Board of Directors must monitor and manage potential conflicts of interest of the executives, members of the Board and the Partners, in order to avoid the inappropriate use of the Company's assets and, especially, abuses in transactions between related parties.

In accordance with the Brazilian Corporation Law, the members of the Company's Board of Directors are prohibited from voting at any Board Meeting or acting in any operations or businesses in which they have conflicting interests with those of the Company.

The main balances of assets and liabilities on September 30th, 2020 and December 31st, 2019, regarding transactions with related parties, as well as the transactions that influenced the result for the period arise out of the Company's transactions with subsidiaries, members of the Management and other related parties, as follows:

	09/30/2020 (not reviewed)	12/30/2019
Asset:		
Accounts receivable		
GNA Infra (a)	21	27
Total assets	21	27
Liability:		
Accounts payable		
GNA HoldCo (a) and (c)	7,709	5,977
GNA Infra (a) and (c)	21,482	1,545
UTE GNA 1 (a)	29,785	14,227
Prumo Logística S.A (b) and (d)	1,541	1,540
Porto do Açu Operações S.A. (b)	5	5
Lakeshore (e)	25	1,123
Total	60,547	24,417
Accounts receivable		
Current	21	27
Non-current	<u></u>	
Total	21	27
Accounts payable		
Current	59,002	24,417
Non-current	1,545	
Total	60,547	24,417

Shared costs	09/30/2020 (not reviewed)	09/30/2019 (not reviewed)	Three-month period ending on 09/30/2020 (not reviewed)	Three-month period ending on 09/30/2019 (not reviewed)
GNA HoldCo (a)	(1,730)	(2,495)	(473)	(1,677)
GNA Infra (a)	(476)	(595)	(151)	(486)
UTE GNA 1 (a)	(15,553)	(8,639)	(5,690)	(8,632)
Prumo Logística S.A (b)	-	(10)	-	(10)
Port of Açu Operações S.A (b)	-	(5)	-	52
Total	(17,759)	(11,744)	(6,314)	(10,753)

- (a) Agreement for sharing personnel expenses and other expenses between the GNA group companies.
- (b) Acknowledgement of personnel expenses and other general expenses incurred between UTE GNA II x Porto do Açu x Prumo.
- (c) Loan of R\$ 1,588 with GNA HoldCo, and loan of R\$ 19,178 with GNA Infra.
- (d) Operating license purchased by Prumo for Eneva through debit notes.
- (e) Financial advice for the auction and financing.

The amounts related to the remuneration of the Management members are shown below:

	09/30/2020 (not reviewed)	09/30/2019 (not reviewed)	Three-month period ending on 09/30/2020 (not reviewed)	Three-month period ending on 09/30/2019 (not reviewed)
Directors Cost transfer between	(4.000)	(4.040)	(420)	(OO I)
companies (a) Total	(1,328) (1,328)	(1,013) (1,013)	(490) (490)	(884)

⁽a) These are amounts related to board of directors' expenses in GNA HoldCo, GNA Infra and UTE GNA I companies that were passed on to the Company.

6 Prepaid expenses

	09/30/2020 (not reviewed)	12/31/2019
Insurance premium (a)	7,152	9,102
Transaction cost (b)	7,772	576
Total	14,924	9,678
Current	10,373	3,175
Non-current	4,551	6,503
Total	14,924	9,678

- (a) Insurance premiums: Performance guarantee requirement of CCEE.
- (b) Transaction cost to obtain financing from the thermal power plant. The amounts are presented in current and noncurrent assets until the effective raising of financing resources, where they will be reclassified to liabilities, as accounts reducing the liabilities balance of loans.

7 Recoverable taxes

	09/30/2020 (not reviewed)	12/31/2019
Income tax withheld at source ("IRRF")	15	1
	15	1
Income tax and social contribution ("IRPJ/CSLL")	1	_
Total	16	1
Current	15	1
Non-current	1	-
Total	16	1

8 Property, plant, and equipment

	Works in progress and equipment under construction (*)	Total
Balance on December 31st, 2018	4,190	4,190
Additions	4,514	4,514
Balance on December 31st, 2019	8,704	8,704
Cost	8,704	8,704
Balance on December 31st, 2019	8,704	8,704
Additions	14,542	14,542
Balance on September 30th, 2020 (not reviewed)	23,246	23,246
Cost	23,246	23,246
Balance on September 30th, 2020 (not reviewed)	23,246	23,246

^(*) Works in progress and equipment under construction: The balance for works in progress as of September 30th, 2020 is comprised of amounts of operating licenses for UTE GNA II, insurance capitalization and consultancies.

9 Suppliers

	09/30/2020 (not reviewed)	12/31/2019
National suppliers	3,651	1,698
Total	3,651	1,698

10 Taxes and contributions payable

	09/30/2020 (not reviewed)	12/31/2019
Service tax ("ISS")	505	-
Income tax withheld at source ("IRRF")	166	1
PIS/COFINS payable	2	-
PIS/COFINS/CSLL - Withheld	510	-
Total	1,183	1
Current	1,183	1
Non-current		
Total	1,183	1

11 Shareholders' equity

09/30/2020 (not reviewed)		12/31/2		
Shareholders	Number of common shares (thousand)	Participation %	Number of common shares (thousand)	Participation %
Plumb Logistics	1	50,50%	1	50,50%
GNA HoldCo	1	49,50%	1	49,50%
Total	2	100,00%	2	100,00%

a. Capital Social

As of September 30th, 2020, the Company's capital stock is R\$ 2, represented by 2 nominative common shares with no par value (R\$ 2, represented by 2 nominative common shares with no par value on December 31st, 2019).

Starting Balance	Plumb Logistics	GNA HoldCo	Capital Social
01/01/2020	1	1	2
Total	1	1	2

b. Advance for future capital increase

As of September 30th, 2020, the shareholders Prumo and GNA HoldCo have invested in UTE GNA II, through a private instrument of advance payment for future capital increase ("AFAC"), the amount of R\$ 6,907 and R\$ 6,770, respectively. Such an instrument is irrevocable and irreversible, and convertible into a few shares, respecting its par value.

c. Dividends

The Company's shares participate on equal terms in the distribution of dividends, interest on equity and other benefits to shareholders. The bylaws provide for the distribution of a minimum mandatory dividend of 25% of net income for the year, adjusted in accordance with article 202 of Law no. 6,404/76. In the nine-month period ended September 30th, 2020, the Company posted a loss with no dividend distribution.

12 General and administrative expenses

	09/30/2020 (not reviewed)	09/30/2019 (not reviewed)	Three-month period ending on 09/30/2020 (not reviewed)	Three-month period ending on 09/30/2019 (not reviewed)
Personnel	(15,375)	(9,367)	(5,637)	(8,722)
Legal expenses	(265)	(455)	(128)	(352)
Consulting and auditing	(1,255)	-	(217)	-
Taxes, fines, and fees	(45)	(46)	(2)	(34)
IT and telecom.	(1,109)	(24)	(262)	(10)
Communication and institutional affairs	(214)	-	68	-
Environmental and land expenses	52	(9)	-	(3)
Travels	(387)	(473)	(7)	(467)
Administrative services	(105)	(1,268)	(173)	(998)
Operational services	(26)	(26)	-	(26)
Insurances	(201)	-	(27)	-
Depreciation and amortization	-	(23)	-	3,873
General and maintenance expenses	194	(537)	(7)	(501)
Other third-party services	(358)	(2)	(74)	-
Other expenses	-	2	-	-
Total	(19,094)	(12,228)	(6,466)	(7,240)

13 Net financial result

On September 30th, 2020, the net financial result was R\$ (62), as follows:

	09/30/2020 (not reviewed)	09/30/2019 (not reviewed)	Three-month period ending on 09/30/2020 (not reviewed)	Three-month period ending on 09/30/2019 (not reviewed)
Financial expenses				
Bank expenses	(2)	(2)	(1)	(1)
IOF	(138)	-	(138)	-
Interest and fines	(15)	-	(12)	-
Exchange variation	29		29	<u>-</u>
	(126)	(2)	(122)	(1)
Financial revenues				
Interest on financial investments	64	2	11	2
	64	2	11	2
Net financial result	(62)		(111)	1

14 Insurance coverage

The company adopts the policy of contracting insurance coverage for assets subject to risks, for amounts considered by Management to be sufficient to cover possible claims, considering the nature of its activity.

The policies are in effect and the premiums have been duly paid. The Company considers that its insurance coverage is consistent with that of other companies of similar size operating in the sector.

As of September 30th, 2020, and December 31st, 2019, insurance coverage is as follows:

	09/30/2020 (not reviewed)	12/31/2019
Performance assurance	207,499	207,499

15 Commitments made

On September 30th, 2020, the Company presented commitments for future purchases in the amount of R\$46,170 (R\$4,968 on December 31st, 2019), which must be fulfilled during the construction of the thermoelectric plant.

16 Subsequent events

a. ANEEL's meeting

On October 20th, 2020, ANEEL's board unanimously approved:

- i) Change the implementation schedule of UTE GNA II, in order to concatenate with the implementation schedule of Campos 2 500 kV substation, considering the period of 9 (nine) months to commission the Power Plant.
- ii) Concatenate the respective Energy Trading Agreements in the Regulated Environment ("CCEAR"), so that the start of supply is shifted in 9 (nine) months after the effective commercial operation date of SE Campos 2 kV, being after January 1st, 2023, and thus, deferred the start and end dates of CCEARs, preserving the balance and term of contract validity.
- iii) Link the obligation to pay Charges and Use of Transmission Systems ("EUST") associated with UTE GNA II to the availability of SE Campos 2 facilities.
- iv) Limit the periods of concatenation that deal with items (i) and (ii) to a maximum of nine (9) months after the contractual period of entry into commercial operation of SE Campos 2 500 kV, defined as March 22nd, 2024.