

**ANNEX 5.2.1(ii)**  
**V.TAL COLLECTION**

The UPI V.tal will be composed of all shares issued by V.Tal owned by Oi and its wholly-owned subsidiary Rio Alto Investimentos e Participações S.A. at the time of closing the sale of UPI V.tal, which, on the date of the approval of Plan, total 5.588,389,765 (five billion, five hundred and eighty-eight million, three hundred and eighty-nine thousand, seven hundred and sixty-five) common shares, registered and without par value, representing 31.21% (thirty-one integers and twenty-one hundredths) of the total share capital of V.Tal.<sup>1</sup>

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<sup>1</sup> This percentage is still subject to certain adjustments provided for in the Investment Agreement and Other Covenants entered into on October 1, 2021, which had as its object the sale of control of V.tal - Rede Neutra de Telecomunicações S.A. ("V.tal"), including adjustments related to certain effective revenues obtained by V.tal as a result of the provision of fiber-to-the-home (FTTH) services to customers other than Oi Group companies ("Other Tenants"); and as a result of the provision of certain services in the wholesale segment ("Wholesale"). As reflected in the feasibility study that supports this Plan, considering the revenues currently earned by V.tal with Other Tenants and Wholesale, and also considering the growth curve that has been verified in relation to these revenues, the best estimate is that the adjustments in question will result in a final shareholding held by Oi and/or its affiliates of 17% (seventeen percent).