

**ANNEX 5.2.1(I)**  
**CLIENTCo COLLECTION**

The UPI(s) ClientCo will be organized in the form of one or more SPEs and will consist of the assets listed in **Annex 5.2.1(I)** that are part of Oi's operation to provide broadband services via optical fiber to end customers, individuals and legal entities, whose connection is currently provided through Contract No. CT/OI/DA/404-2020 – Contract for Onerous Assignment of FTTH Network Means in an Industrial Exploitation Regime for High-Speed Data Transmission Service and Dedicated Internet Connection entered into between Oi and BRASIL TELECOM COMUNICAÇÃO MULTIMÍDIA S.A. (former denomination of V.tal), dated June 9, 2022 ("V.tal Contract") ("Customers"), as well as the obligations related to such assets expressly provided for in this Annex 5.2.1(i).

The UPI ClientCo will also cover the provision of Value-Added Services and Voice over IP (potentially integrating Oi's service). In general, the assets covered by UPI ClientCo will be those assets that, together with the V.tal Contract or any new contract that may eventually replace it, enable the provision of the aforementioned services described above.

The main assets (not exhaustive) and obligations of UPI ClientCo are:

- 1) Customer base of broadband via optical fiber, from retail and enterprise segments, detailed in **Section A** of this Annex. At the closing date of the sale of UPI ClientCo under the Plan ("UPI ClientCo Closing Date"), such customer base will be updated and will constitute UPI ClientCo for all purposes.
- 2) Terminal equipment of the optical fiber network – ONTs (Optical Network Terminal) installed in customers' homes, responsible for transmitting/receiving signals from the FTTH optical fiber network, as well as terminal equipment responsible for customers' Wi-Fi network (Mesh) associated with the service currently named Oi Fibra X, including any inventory of both equipment.
- 3) Systems and platforms used exclusively for the operation of UPI ClientCo, as listed in **Section B** of this Annex, at the discretion of the acquirer of UPI ClientCo, and as defined in the UPI ClientCo Bid, subject to the feasibility of segregation especially in the case of more than one UPI ClientCo. The systems and platforms used by the operation of a UPI ClientCo and also by other businesses of Oi will be segregated or contributed if possible or their use will be carried out through transition service contracts between Oi and UPI ClientCo. In the event that the

systems and platforms are used exclusively for the operation of UPI ClientCo, Oi or its Affiliates will not be entitled to any additional compensation or profit. At the UPI ClientCo Closing Date, **Section B** of this Annex will be updated to reflect all systems and platforms used exclusively for the operation of UPI ClientCo, which will constitute UPI ClientCo for all purposes.

4) New contracts equivalent to the V.tal Contract (in substitution for the V.tal Contract), signed between V.tal and the respective SPE of UPI ClientCo or the full or partial assignment, with any amendments if applicable, of Oi's contractual position under the V.tal Contract, including the rights, remedies, and obligations currently held or owed, as applicable, by Oi under such contract (including, but not limited to, rights involving services and assignment of network means in an industrial exploitation regime subject to the V.tal Contract and payment obligations arising from such V.tal Contract, including the debt resulting from the installment of the HC Connection Cost, as updated pursuant to the terms provided in the V.tal Contract).

5) Assignment of Oi's contractual position under contracts with suppliers necessary for the operation of UPI ClientCo. The list of key contracts with relevant suppliers for the operation of UPI ClientCo ("Supplier Contracts") is detailed in **Section C** of this Annex. At the UPI ClientCo Closing Date, this list will be updated to reflect all Supplier Contracts used for the operation of UPI ClientCo as of the UPI ClientCo Closing Date, and which, at the discretion of the acquirer(s) of the respective UPI ClientCo, will be assigned (partially or entirely) to the respective SPE UPI ClientCo and will become part of UPI ClientCo for all purposes.

6) Right to use Oi's properties (or other companies within the Oi group) utilized for administrative and operational purposes by UPI ClientCo, which, at the discretion of the acquirer, will be granted through a space rental agreement.

7) At the discretion of the acquirer, the employment contracts (existing or new) with employees designated by Oi in the Purchase and Sale Agreement of UPI ClientCo as potentially eligible to be integrated into UPI ClientCo.

"In a consolidated manner, the assets included in UPI ClientCo have the general composition and book value described in **Section D** of this Annex.

Additional shared service contracts with Oi and other companies within the

group may be eventually segregated and included in the list of assets, liabilities, and rights of UPI ClientCo.

**SECTION A OF ANNEX 5.2.1(I)**

**Fiber Broadband Access Base - Retail and Business - Dec/23**

Total	3.986.103
AC	43.312
AL	6.924
AM	119.842
AP	32.551
BA	175.044
CE	78.109
DF	165.417
ES	119.017
GO	282.406
MA	82.154
MG	410.765
MS	100.213
MT	86.623
PA	136.210
PB	6.365
PE	48.878
PI	31.181
PR	504.670
RJ	760.927
RN	8.245
RO	93.273
RR	52.696
RS	429.687
SC	147.981
SE	15.067
SP	17.778
TO	30.768
Total	4,057,839
AC	43,697
AL	7,065
AM	120,967
AP	32,993
BA	179,717
CE	80,589
DF	167,446

ES	120,065
GO	284,808
MA	83,512
MG	420,571
MS	101,587
MT	87,763
PA	137,608
PB	6,687
PE	50,580
PI	32,109
PR	512,437
RJ	782,446
RN	8,646
RO	94,634
RR	53,285
RS	433,009
SC	150,412
SE	15,329
SP	17,910
TO	31,036
[empty]	931

**SECTION B OF ANNEX 5.2.1(i)**

**Systems and platforms used exclusively by UPI ClientCo - Dec/2023**

<b>System</b>	<b>Type</b>	<b>Manufacturer</b>
HUB PARCEIROS	Application	In House
HUB DE PAGAMENTOS	Application	Accenture
APP PAP	Application	Accenture
CRM SALESFORCE	Application	Salesforce
GIL - GESTÃO DE INVENTÁRIO LÓGICO	Application	In House
PORTAL OI NOVA FIBRA	Application	In House
(OI_FIBRA) BRM	Application	Oracle
APP OI_E	Application	In House

<b>Platform</b>	<b>Manufacturer</b>
NWCC	Nokia
Smart wifi	Huawei
eSOC	Nokia
Dataminer OSS (aplicação)	Skyline

**SECTION C OF ANNEX 5.2.1(I)**

**Key Contracts (Suppliers) - UPI ClientCo - Dec/2023**

<b>Contract Code</b>	<b>Supplier</b>	<b>Object</b>
4600056670	Nokia Solutions and Networks	ONT
4600056827	Flex Importação Exportação Indústria	ONT
4600057196	Huawei Do Brasil Telecomunicações	ONT
4600056671	Nokia Solutions And Networks Do Bra	ONT
4600053341	Liq Corp	Call Center – Televendas
4600052953	Artplan Comunicação S.A.	Mídia
4600044056	Aec Centro De Contatos S.A.	Call Center – SAC
4600055394	Plural Comunicação E Marketing Ltda	Mídia
4600056825	Multilaser Industrial Ltda	ONT
4600042965	Clearsale S.A	Scoragem de vendas
4600053629	Scansource Brasil Distribuidora	Plataforma eSOC
4600053339	Liq Corp	Call Center - Retenção
4600052507	Salesforce Tecnologia Ltda	Solução de CRM
4600055434	Oston Creative Media S.A.	SVA
4600053598	Nokia Solutions and Networks	Plataforma eSOC
4600053593	Nokia Solutions and Networks	Plataforma eSOC
4600053595	Nokia Solutions and Networks	Plataforma eSOC
4600054019	Propeg Comunicação S.A.	Mídia
4600050923	Acesso Comunicação Ltda	Mídia
4600050863	Vinte E Dois Publicidade Ltda	Mídia
4600056707	Telmill Brasil Informática Ltda	ONT

**SECTION D OF ANNEX 5.2.1(I)**

**Net Book Value of Fixed Assets - Dec/2023**

<b>Category</b>	<b>Subcategory</b>	<b>Book Value (R\$ million)</b>
Equipment	ONT	1.010,59
	Mesh / FTTR	5,52
Platform	eSoc	115,88
	NWCC	7,34
	SmartWifi	1,67
	Dataminer OSS	18,45
Systems	Sistemas	8,17

Note 1: Values include Work in Progress

Note 2: Subject to possible provisions or changes in depreciation criteria