



Oi S.A. – In Judicial Reorganization

CNPJ/MF No. 76.535.764/0001-43

NIRE 33.3.0029520-8

Public Company

MATERIAL FACT

Oi S.A. – In Judicial Reorganization ("Oi" or "Company"), in compliance with the provisions of paragraph 4 of article 157 of Law No. 6,404/1976 and CVM Resolution No. 44/21 and in continuity with the Material Facts of April 19, 2024, May 28, 2024, July 15, 2024 and July 31, 2024, hereby informs its shareholders and the market in general that, on this date, pursuant to the Company's Judicial Reorganization Plan, approved at the General Creditors' Meeting held on April 18, 2024, and ended on April 19, 2024 ("Plan"), the Roll-Up Debt ("Roll-Up Notes"), the New Financing – Creditors Restructuring Option I and the New Financing – Third Parties instruments, were issued, pursuant to Clauses 4.2.2.1 and 5.4.1 and respective sub-clauses of the Plan.

The New Financing – Creditors Restructuring Option I was subscribed by Creditors Restructuring Option I, through the conversion of the Updated Original Emergency DIP Notes, in the aggregate principal amount equivalent to USD 601.0 million, by means of the subscription and pay-up of notes issued by the Company, substantially under the terms and conditions set forth in Annex 5.4.1 of the Plan.

The New Financing – Third Parties was fully subscribed by BGC Fibra Participações S.A., an affiliate of V.tal – Rede Neutra de Telecomunicações S.A. ("V.tal) and owned by the same controlling shareholders of V.tal, in compliance with the Term of Adhesion to the New Financing – Third Parties signed on April 19, 2024, in the aggregate principal amount of R\$902.6 million, reinforcing the Company's liquidity by R\$758.5 million, through the subscription and pay-up of debentures issued by the Company, substantially in accordance with the terms and conditions established in Annex 5.4.1 of the Plan.

Finally, as a result of the restructuring of Restructuring Option I Creditors, the Roll-Up Notes were subscribed in the aggregate principal amount equivalent to USD 1,334.9 million, substantially in accordance with the terms and conditions set out in Annex 4.2.2.2.1(B) of the Plan.

Thus, the Company completed the process of restructuring its debt, improving its debt profile and obtaining additional liquidity, as provided for in the Plan.

Capitalized terms used and not defined herein shall have the meanings provided to such term in the Company's Judicial Reorganization Plan available for consultation on the Judicial Reorganization website (<https://www.recjud.com.br/>).

The Company will keep its shareholders and the market informed about the development regarding of the matter of this Material Fact.

Rio de Janeiro, August 08, 2024.

Oi S.A. – In Judicial Reorganization
Cristiane Barretto Sales
Chief Financial and Investor Relations Officer