



BRISANET PARTICIPAÇÕES S.A.
CNPJ/MF nº 19.796.586/0001-70
Company Registry (NIRE) 23.300.045.742
Publicly held Company

**MINUTES OF THE BOARD OF DIRECTORS MEETING
HELD ON AUGUST 21, 2024**

- 1 **DATE, TIME AND PLACE:** On August 21, 2024, at 9:00 a.m., at the registered office of **BRISANET PARTICIPAÇÕES S.A.**, registered with the National Register of Legal Entities of the Ministry of Finance under No. 19.796.586/0001-70 and with NIRE No. 23.300.045.742, located in the city of Pereiro, State of Ceará, on Highway CE-138, Pereiro CE Section Bordering RN, Km14, Estrada Carrossal Brisa 1Km, Gate A, Building 1, Entrance 2, 1st Floor, Room 1, Zip Code: 63460-000 ("**Company**").
- 2 **CALL NOTICE AND ATTENDANCE:** The formalities of convening the meeting were waived in view of the presence of all the members of the Board of Directors in accordance with the Company's bylaws.
- 3 **PRESIDING BOARD:** Chairperson, Mr. José Roberto Nogueira; and Secretary: João Paulo Estevam.
- 4 **AGENDA:** Discuss and deliberate, pursuant to article 19, items (xiii) and (xxiv) and paragraph 1 of the Company's bylaws, in addition to the resolutions taken at the Company's Board of Directors Meeting held on June 17, 2024 ("**Company BoD Meeting**"), on the approval of (i) the amendment of item (l) of item (i) of the Agenda, to provide that the Debentures will be of the unsecured type, with an additional fiduciary guarantee; (ii) the inclusion of item (gg) in item (i) of the Agenda, to provide for the Guaranty (as defined below) granted by the Guarantor (as defined below); (iv) the inclusion of new wording in item (ii) of the Agenda to provide for the granting of the Surety Bond by the Guarantor, in guarantee of the faithful and full fulfillment of the Guaranteed Obligations (as defined below), with the consecutive renumbering of the subsequent items; and (v) express authorization for the Board of Executive Officers and the Company's other legal representatives, including attorneys-in-fact, to carry out any and all acts, negotiate the final conditions, take any and all measures and adopt all measures necessary to ratify all acts already carried out by the Board of Executive Officers within the scope of the Issue and the Offering.
- 5 **RESOLUTIONS:** After analyzing and discussing the matters on the agenda, the members of the Board of Directors, by unanimous vote and without any reservations or restrictions:
 - (i) Approved the amendment of item (l) of item (i) of the agenda, to reflect the following terms:
 - (i) *Approved, pursuant to paragraph 1 of article 59 of the Brazilian Corporation Law and article 19, (xxiv) of the Company's bylaws, the Issue and realization of the Offering, with the following characteristics and conditions:*

(...)
(l) Type: the Debentures shall be of the unsecured type, pursuant to article 58, caput, of the Brazilian Corporation Law. In addition, the Debentures will be guaranteed by a Surety Bond, under the terms of the Deed of Issue;
 - (ii) Approved the inclusion of item (gg) of item (i) of the Agenda of the Company BoD Meeting, to provide for the Guarantee granted by the Guarantor, now contemplating the following terms:
 - (i) *Approved, pursuant to paragraph 1 of article 59 of the Brazilian Corporation Law and article 19 (xxiv) of the Company's bylaws, the Issue and the realization of the Offering, with the following characteristics and conditions:*

(...)

(gg) Guarantee and Joint Liability: Brisanet Serviços de Telecomunicações S.A. (“**Guarantor**”), under the terms of the “Second Amendment to the Private Instrument of Deed of the Second (2nd) Issue of Simple Debentures, Not Convertible into Shares, of the Unsecured Type, in a Single Series, under the Automatic Registration Rite, for Public Distribution, of Brisanet Participações S.A.”, to be entered into between the Company, the Guarantor and the Fiduciary Agent (“**Amendment to the Deed of Issue**”).”, to be entered into between the Company, the Guarantor and the Fiduciary Agent (“Amendment to the Deed of Issue”), which rectified and ratified the terms and conditions of the Deed of Issue, undertakes, jointly and severally with the Company, on an irrevocable and irreversible basis, (as defined in the Deed of Issue) as guarantor, joint and several co-debtor, principal payer and jointly and severally (with the Company) responsible for the punctual and full fulfillment of (i) the obligations relating to the punctual and full payment by the Company and the Guarantor, of the Nominal Unit Value of the Debentures, of the Remuneration, of the Prepayment Premium, of the Late Payment Charges and of the other charges related to the Debentures and to this Deed of Issue, when due, either on the respective payment dates, or as a result of early redemption of the Debentures, extraordinary amortization of the Debentures or early maturity of the obligations arising from the Debentures, as provided for in this Deed of Issue; (ii) the obligations related to any other pecuniary obligations assumed by the Company and/or the Guarantor under the terms of the Debentures and the Deed of Issue, including obligations to pay fees, expenses, costs, charges, taxes, reimbursements or indemnities; and (iii) the obligations to reimburse any and all amounts that the Debenture Holders and/or the Fiduciary Agent may disburse under the terms of the Debentures and the Deed of Issue and/or as a result of the constitution, maintenance, realization, execution of the Guarantee (“**Guaranteed Obligations**”), expressly waiving the benefits of order, rights and faculties of exoneration of any nature provided for in articles 333, sole paragraph, 364, 366, 368, 821, 827, 834, 835, 837, 838 and 839 of Law no. 10. 406, of January 10, 2002, as amended (“**Civil Code**”), and articles 130 and 794 of Law No. 13,105, of March 16, 2015, as amended (“**Code of Civil Procedure**”), for the full payment of the Guaranteed Obligations, on the dates set forth in the Deed of Issue, regardless of judicial or extrajudicial notification, or any other measure, in compliance with the provisions of the Deed of Issue (“**Surety Bond**”);

- (iii) Approved the inclusion of a new wording for item (ii) of the Company's RCA Agenda to provide for the granting of the Guaranty by the Guarantor, in guarantee of the faithful and full fulfillment of the Guaranteed Obligations, with the consecutive renumbering of the subsequent items, to include the terms indicated below. Subsequently, the directors unanimously approved, under the terms of article 19, item (xiii) and paragraph 1 of the Company's bylaws, the granting of the Guarantee by the Guarantor, under the terms set out in the Deed of Issue and its amendments:

(ii) To approve, pursuant to article 19, item (xiii) and paragraph 1 of the Company's bylaws, the granting of the Surety Bond (as defined below), by Brisanet Serviços de Telecomunicações S.A., under the terms set forth in the Deed of Issue and its amendments;

- (iv) The Board of Directors and other legal representatives of the Company, including attorneys-in-fact, were expressly authorized to perform any and all acts, negotiate final terms, and take any and all steps necessary to ratify all acts previously performed by the Board in connection with the Issuance and Offering.

6 CLOSING, DRAWING UP AND READING OF THE MINUTES: There being no further business to discuss, the meeting was adjourned. The minutes were drawn up, read, found to be accurate, approved, and signed by all present.

7 SIGNATURES: Presiding Board: Chairperson, Mr. José Roberto Nogueira; and Secretary, Mr. João Paulo Estevam. Board of Directors Members: Mr. José Roberto Nogueira, Mr. João Paulo Estevam, Mr. José Romário Fernandes Pinheiro, Mr. João Paulo de Araújo Queiroz,



Mr. Moacy de Freitas Melo, Ms. Adriana Mozine Landwehrkamp and Mr. Geraldo Luciano Mattos Junior.

This is a true copy of the original minutes drawn up in the proper book.

(This is a free English translation of the minutes drawn up in the Company's records.)

Pereiro/CE, August 21, 2024

João Paulo Estevam

Secretary