



BRISANET SERVIÇOS DE TELECOMUNICAÇÕES S.A.

Corporate Taxpayer ID (CNPJ/MF) nº 04.601.397/0001-28

Company Registry (NIRE) 2330004573-4

Publicly held Company

**NOTICE TO THE MARKET OF OPTIONAL ACQUISITION OFFER
OF DEBENTURES OF THE 2ND ISSUE OF BRISANET SERVIÇOS
DE TELECOMUNICAÇÕES S.A.**

BRISANET SERVIÇOS DE TELECOMUNICAÇÕES S.A. (as successor by incorporation of Brisanet Participações S.A., hereinafter referred to simply as “Brisanet Participações”), a corporation, registered as a publicly-held company with the Brazilian Securities and Exchange Commission (“**CVM**”), with registered office in the city of Pereiro, State of Ceará, on Highway CE-138, Pereiro CE Section Bordering RN, Km14, Carrossal Road Brisa 1Km, Gate A, Building 1, Entrance 2, 1st Floor, Room 1, Zip Code: 63460-000, registered in the National Registry of Legal Entities of the Ministry of Finance (“**CNPJ/MF**”) under no. 04.601.397/0001-28, with its articles of association duly filed with the Commercial Board of the State of Ceará under NIRE no. 23.300.045.734 (“**Company**”), in compliance with the provisions of the Resolution of the Brazilian Securities and Exchange Commission (“**CVM**”) No. 80, of March 29, 2022, as amended (“**CVM Resolution 80**”), and CVM Resolution No. 77, of March 29, 2022, as amended (“**CVM Resolution 77**”), hereby communicates to **VÓRTX DISTRIBUIDORA DE TÍTULOS E VALORES MOBILIÁRIOS LTDA.**, a financial institution, headquartered in the city and State of São Paulo, at Rua Gilberto Sabino, No. 215, 4th floor, Pinheiros, Zip Code 05425-020, registered with the CNPJ/MF under No. 22.610.500/0001-88, with its articles of association registered with the Commercial Board of the State of São Paulo under NIRE 35229235874 (“**Fiduciary Agent**”), to its shareholders and the market in general, which released, on this date, a notice to debenture holders of the 2nd (second) issuance of simple debentures, non-convertible into shares, in a single series, of the unsecured type, of the Company (“**Debenture Holders**”, “**Debentures**” and “**Issue**”, respectively), subject to the *“Private Instrument of Deed of the 1st (First) Issuance of Simple Debentures, Non-Convertible into Shares, of the Unsecured Type, in a Single Series, for Public Distribution, with Restricted Distribution Efforts, of Brisanet Participações S.A.”*, entered into on July 28, 2022, which, after the incorporation of Brisanet Participações, became governed by the *“Private Instrument of Deed of the 2nd (Second) Issuance of Simple Debentures, Non-Convertible into Shares, of the Unsecured Type, in a Single Series, for Public Distribution, with Restricted Distribution Efforts, of Brisanet Participações S.A.”*, Convertible into Shares, of the Unsecured Type, in a Single Series, for Public Distribution, with Restricted Distribution Efforts, of Brisanet Serviços de Telecomunicações S.A.”, consolidated by means of an amendment entered into on December 26, 2024, both between the Company and the Fiduciary Agent (“**Deed of**

Issue” and “**Notice to Debenture Holders**”, respectively), containing a proposal for the optional acquisition, by the Company, of the Debentures, under the terms of the applicable legislation and regulations (“**Optional Acquisition Offer**” and “**Notice to the Market**”).

The Company reaffirms its commitment to keep shareholders and the market in general updated on any developments and relevant updates regarding the matter dealt with herein.

Finally, it should be noted that the other information on the Optional Tender Offer for the Debentures required under the terms of Annex H of CVM Resolution 80 can be found in Annex I to this Notice to the Market and in the Notice to Debenture Holders, both available on the Company's website (<https://ri.brisanet.com.br>) and on the CVM's website (<https://www.gov.br/cvm>) on the world wide web.

Pereiro, May 5, 2025

Luciana Paulo Ferreira
IRO

This is a free translation of the Notice to the Market available in Portuguese on the company's Investor Relations website.

ANNEX I

INFORMATION REQUIRED BY ANNEX H TO CVM RESOLUTION

80 ACQUISITION OF OWN-ISSUE DEBENTURES

1. **Justify in detail the purpose and expected economic effects of the operation:**

The purpose of the Optional Takeover Offer is to continue the process of managing the Company's consolidated debt profile, particularly regarding debt reprofiling.

Debentures acquired under the Optional Takeover Offer will be canceled.

2. **Inform the issue and series of debentures subject to the Optional Tender Offer:**

The Optional Tender Offer will be for outstanding debentures, as described in items "3" and "4" below.

3. **Please provide information on the number of debentures (i) in circulation and (ii) already held in the treasury:**

] According to the latest statement available from the Debentures' bookkeeper, Vórtx Distribuidora de Títulos e Valores Mobiliários Ltda., the table below provides information on the number of debentures (i) in circulation; and (ii) already held in treasury:

Series / Issue	Number of outstanding debentures	Number of debentures in treasury
2nd edition, in one series.	300.000	0
Total	300.000	0

4. **Inform the quantity of debentures that can be acquired, in compliance with the provisions of article 19 of CVM Resolution 77:**

The Company intends to acquire a minimum of 16,67% (sixteen-point six seven percent) of the outstanding Debentures.

The Optional Tender Offer shall not remain valid in relation to the Debentures of the under the terms hereof, if the quantity of Debentures indicated in the manifestations of sale received is less than the minimum quantity of Debentures.

If the number of Debentures indicated in the manifestations of sale received exceeds the minimum number of Debentures, the Company will acquire as many Debentures as were indicated in the manifestations of sale received, pursuant to item I, paragraph "a" of § 6 of article 19 of CVM Resolution 77, and may therefore acquire up to all the outstanding Debentures.

Additionally, the Company emphasizes that the effective optional acquisition of the Debentures is conditional, cumulatively **(i)** on the effective issuance of simple debentures, not convertible into shares by the Company, in the total amount of up to R\$300,000. 000.00 (three hundred million reais) and maturing on May 15, 2031, pursuant to the new public offering approved at the Company's Board of Directors' Meeting held on May 05, 2025 ("**New Issue**"); and **(ii)** receipt by the Company of the Debentures to be acquired, in compliance with the procedures set forth in the Notice to Debenture Holders regarding the Optional Acquisition Offer disclosed on this date.

The optional acquisition of the Debentures to be acquired will be carried out solely and exclusively in local currency.

If the New Issue does not occur, for whatever reason, the proposal will be automatically canceled and the Company's obligations under the Optional Acquisition Offer will be automatically terminated.

5. Inform the price at which the debentures will be acquired, highlighting, in the case of acquisition for more than the nominal value:

The price to be paid by the Company in relation to each of the Debentures, within the scope of the Optional Acquisition Offer, will correspond to the nominal unit value of the Debentures plus the remuneration of the Debentures, calculated *pro rata temporis*, from the date of payment of the immediately preceding remuneration (inclusive), until the date of its effective acquisition (exclusive) ("**Acquisition Price**").

a. the part of the price referring to the nominal value of the debentures:

The part of the Acquisition Price referring to the nominal value of the Debentures is R\$ 1,000 (one thousand of reais), corresponding to the principal amount of each Debenture, [as provided for in the Deed of Issue / on this date

b. provision for the part of the price relating to monetary restatement, if any, and the remuneration accrued up to the date of settlement of the acquisition:

The provision for the part of the price relating to accrued remuneration, calculated *pro rata temporis* from the date of payment of the immediately preceding remuneration (inclusive) until the date of settlement of the acquisition, is as follows:

Debentures	Nominal value	Provision for remuneration accrued up to the date of liquidation	Acquisition settlement date
Unique Series	R\$ 1,000	R\$ 35.783072	Until May 26, 2025

The estimated remuneration was calculated based on current projections for the variation in the DI rate, calculated and published daily by B3, and may change up to the date of the effective settlement of the acquisition.

There is no monetary adjustment of the price.

c. if applicable, the part of the price referring to the acquisition premium, expressed as a percentage of the sum of the values attributed to items "a" and "b" above:

Not applicable, as there will be no acquisition premium

6. Indicate the maximum term for settlement of the authorized operations:

The holders of the Debentures may express their intention to dispose of the Debentures to the Company, **imperatively, until 6:00 p.m. on May 21, 2025 (inclusive)**, in compliance with the procedures set forth in the Notice to Debenture Holders regarding the Optional Takeover Offer published on this date.

Settlement of the acquisition of the Debentures held by the holders of the Debentures who adhere to the Optional Acquisition Offer, under the terms and conditions stipulated above, shall be effected by payment by the Company of the Acquisition Price, in cash, in Brazilian currency, by May 26, 2025 and shall be subject only to the conditions set forth in item “4” above.

7. Identify the institutions that will act as intermediaries, if any:

BTG PACTUAL INVESTMENT BANKING LTDA., a limited liability company headquartered in the City of São Paulo, State of São Paulo, at Avenida Brigadeiro Faria Lima, 3.477, conjunto 14, Itaim Bibi, CEP 04.538-133, registered with the CNPJ under No. 46.482.072/0001-13.

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