

COMPENSATION POLICY OF BRISANET SERVIÇOS DE TELECOMUNICAÇÕES S.A.

1 PURPOSE

- 1.1 This Compensation Policy (“**Policy**”) sets forth the guidelines that should be observed regarding the compensation of the members of the Board of Directors, the Executive Board and the Advisory Committees of the Board of Directors (together, the “**Executives**”), as well as the members of the Fiscal Council (when installed) of Brisanet Serviços de Telecomunicações S.A. (“**Company**”).
- 1.2 The overall compensation of the members of the Board of Directors, of the Executive Board and of the Fiscal Council (when installed) shall be fixed by the General Meeting, and, in relation to the Fiscal Council, the compensation will be fixed at the General Meeting that elects them, respecting the minimum values established by law and the limits of the overall compensation fixed by the General Meeting.

2 PRINCIPLES

- 2.1 The main function of this Policy is to align the interests of the Executives with the objectives of the Company, based on the best practices adopted by the market.
- 2.2 The main principles which guide this Policy are: (i) the application of ethical and technical criteria and principles for valuing and managing the Company’s different functional structures; (ii) ensuring the maintenance of standards of internal and external balance, compatible with the responsibilities of each position and competitive with the labor market, regulating criteria and establishing administrative controls capable of responding to the Company’s various needs; (iii) searching for professionals with qualifications, competence and profile that meet the characteristics and needs of the Company’s business; (iv) motivating the Company’s professionals by providing remuneration compatible with that practiced in the market; (v) aligning the interests of the Company’s professionals with the Company’s strategic objectives, with a focus on retaining professionals and creating long-term value; (vi) promoting attractive and meritocratic compensation practices, according to the performance of professionals and the achievement of individual and Company goals; and (vi) encouraging the achievement of the Company’s social objectives.
- 2.3 The Executives and the members of the Fiscal Council (when installed) may have different remuneration components, conditions and benefits, which will be established according to specificities related to the time dedicated, technical knowledge, experience, participation in advisory committees, among other characteristics.

3 COMPENSATION STRUCTURE

- 3.1 The reasons that justify the structure of the compensation paid to the Executives are incentives to improve their management and the retention of their executives, aiming at gains through commitment to short and long-term results.

3.2 The overall compensation of the Executives may consist of the following components: (i) fixed compensation; (ii) variable compensation; (iii) others that the Board of Directors may determine, except for the members of the Fiscal Council who, when installed, will be entitled only to fixed compensation.

3.2.1 The Board of Directors shall be responsible for determining the proportion of each component of the compensation of the Executives, from among those listed above

3.3 Fixed Compensation

3.3.1 The fixed compensation will aim at direct compensation for services rendered, in line with market practices. The fixed compensation is composed of pro bono or a fixed monthly payment and benefits.

3.3.2 The objective of the benefits package is to offer the Executives a package compatible with market practice.

3.3.3 The attribution of post-employment benefits or those motivated by termination of employment may occur in exceptional cases, at the discretion of the Board of Directors.

3.3.4 The fixed compensation of the Executives and the members of the Fiscal Council will be based on the responsibilities of the position and individual experience.

3.3.5 The fixed compensation may be reviewed annually, at the discretion of the Board of Directors, so that it is appropriate to market practices or monetarily updated.

3.4 Variable compensation

3.4.1 The variable compensation will be aimed at directing the actions of the Executives to the fulfillment of the Company's strategic objectives, to meet the interests of its investors, customers and other stakeholders, subject to the achievement of individual and collective targets

3.4.2 Variable compensation may consist of: (i) profit and/or result sharing program; (ii) bonuses; (iii) awards; and (iv) retention programs. Below is a definition of each variable compensation:

(i) the profit-sharing program aims to reward the achievement and surpassing of operational, profitability and/or individual goals preestablished by the Company, aligned with the performance, sustainability and growth strategy of our business in each fiscal year ("**PLR/PPR**");

(ii) the bonus aims to reward the achievement and exceeding of individual performance goals of the Executives;

(iii) the Awards will be granted based on performance superior to that ordinarily expected in the exercise of their activities, on an occasional basis, at the discretion of the company;

(iv) the retention programs, if approved by the General Shareholders' Meeting, are aimed at retaining Executives based on the notable importance of their work developed or to be developed for the Company. Compensation for retention programs may be in cash or through share-based programs (e.g. stock options or similar programs), according to

individual grants.

- 3.4.3 The amounts to be awarded as variable compensation shall result from a process of objective and subjective assessment of the participant, and the objective assessment may result from the achievement of annual goals established in the management contract, while the subjective assessment will be that carried out by superiors, peers and/or subordinates, as may be determined by the Board of Directors.
- 3.4.4 The variable portion will be linked to the Company's own performance, depending on the results and the achievement of individual targets.

4 DESCRIPTION OF COMPENSATION AND BENEFITS PER GROUP

4.1 Executive Board

- 4.1.1 The Company's Executive Officers will receive a fixed monthly salary and benefits, defined according to their respective individual negotiation, guided, among other factors, by salary surveys regarding the Telecommunications, Technology and related markets, mainly coming from similar sectors in which the Company operates, observing the provisions of this Policy.
- 4.1.2 The Executive Officers who receive *pro labore* are not entitled to receive the 13th salary and paid vacations.
- 4.1.3 The Company's Executive Officers may receive amounts as the Company's PLR/PPR, subject to the eligibility of such officers and provided that the goals established in the PLR/PPR plan are achieved.
- 4.1.4 The Executive Officers may also receive bonuses, depending on individual performance, evaluated annually and provided that the operational targets set by the Company are met.
- 4.1.5 The Executive Officers may also, eventually, receive awards, by liberality of the company, due to performance higher than ordinarily expected in the exercise of their activities.
- 4.1.6 The Executive Officers, individually, may be eligible for Retention Programs determined by the Board of Directors of the Company.

4.2 Board of Directors

- 4.2.1 The Board Members of the Company will be entitled to monthly compensation, based on the dedication of time, technical expertise and responsibility of their assignments, as verified by periodic compensation surveys, carried out by the Human Resources area, the Governance Secretariat or specialized consultancies, focusing on the comparison with companies of the same size, sector and complexity as the Company.
- 4.2.2 The members of the Board of Directors who are Directors of the Company do not receive additional remuneration of any kind because of their position on the Board of Directors, subject, however, to item 4.2.3 below.

4.2.3 The members of the Board of Directors are also entitled to reimbursement for accommodation and travel expenses necessary to perform their duties.

4.3 Members of Company Committees

4.3.1 Without prejudice to the provisions of item 4.3.2 below, members of Committees are not remunerated for their participation in Committees, except for independent and/or external members of the Board of Directors and/or external consultants hired by the Company to participate in Committees, who may receive fixed monthly remuneration for the exercise of their functions.

4.3.2 Committee members are also entitled to reimbursement for accommodation and travel expenses necessary for the performance of their duties.

5 GENERAL PROVISIONS

5.1 The Board of Directors will analyze the suitability of this Policy on an annual basis, to verify the compliance of this Policy with the responsibilities of each Executive, as well as with the workload of the position, with the business developed by the Company and with its economic and financial situation in the fiscal year in question.

5.2 Any amendments or reviews to this Policy must be submitted to the Company's management. Omission cases will be decided by the Company's Board of Directors.

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This is a free translation of Compensation Policy of Brisanet Serviços de Telecomunicações S.A.