

Exhibit 5.3.3 to the Amendment to the Original PRJ of Oi Group

Assets, Liabilities and Rights of UPI Data Center

UPI Data Center shall be composed of five (5) data centers located in the cities of Brasília, São Paulo, Porto Alegre and Curitiba, which addresses and main characteristics are described in **Section A of this Exhibit 5.3.3**. At each address, the data center is composed of the building infrastructure and assets (facilities, energy equipment, refrigeration, cables, among others) necessary for it to be used to host, safely and according to the necessary technical requirements, the data servers of Oi and external clients (hosting services and/or space and infrastructure rental usually called colocation).

Among the assets that will compose UPI Data Center, there also the servers used to provide the data hosting/application services to external clients, which, instead of having their own servers, will contract the memory or processing capacity of the SPE Data Center servers.

In the case of the data center located in Brasília, in the Graphic Industry sector (SIG), such asset includes the real property where it is installed, the disposal of which is subject to prior consent of Anatel. In the case of the other four data centers, the real properties where they are located are not part of the assets that will compose UPI Data Center and their use is guaranteed by lease agreements to be entered into with Oi or third parties.

The summary chart of the assets of UPI Data Center, with the indication of the companies from where such assets will be transferred is included in **Section B of this Exhibit 5.3.3**. The detailed list of assets that compose each data center is included in **Section C of this Exhibit 5.3.3**.

In addition to the assets mentioned above, UPI Data Center will also hold all agreements in force for the provision of services associated to the respective data centers, whether colocation, hosting of associated IP connectivity, encompassing ninety-seven (97) external corporate clients, that resulted in a net revenue of BRL 58.3 million in 2019. Oi will also be a client of SPE Data Center, renting a space to host its services through a colocation agreement with SPE Data Center, which is part of **Section D of this Exhibit 5.3.3**.

Considering the space occupied in 2019, the net revenue generated by the colocation agreement of Oi would be of BRL 74.7 million, amounting to a total proforma net revenue for SPE Data Center of BRL 133 million in 2019.

UPI Data Center will also have supplier agreements that are currently necessary for the operation of the business and that encompass the supply and support of information systems, general maintenance, facilities, security, among others.

SPE Data Center will be responsible for the maintenance and operation of the assets that will compose UPI Data Center and the business itself, complying with all obligations of the associated agreements. In addition to being a SPE Data Center client, Oi may act as a compensated sales channel of SPE Data Center, offering the hosting and colocation services of SPE Data Center to its corporate clients.