

JONES DAY
250 Vesey Street
New York, New York 10281
Telephone: (212) 326-3939
Facsimile: (212) 755-7306
Corinne Ball, Esq.
Bryan M. Kotliar, Esq.
Anna Kordas, Esq.

*Attorneys for Jasper R. Berkenbosch,
Solely in His Capacity as Insolvency Trustee of
Oi Brasil Holdings Coöperatief U.A.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: :
: Chapter 15
Oi Brasil Holdings Coöperatief U.A., :
: Case No. 17-11888 (SHL)
Debtor in a Foreign Proceeding. :
:
-----X

-----X
In re: :
: Chapter 15
Oi Brasil Holdings Coöperatief U.A., :
: Case No. 16-11794 (SHL)
Debtor in a Foreign Proceeding. :
:
-----X

-----X
In re: :
: Chapter 15
OI S.A., et al.,¹ :
: Case No. 16-11791 (SHL)
Debtors in a Foreign Proceeding. :
: (Jointly Administered)
-----X

¹ The debtors in the chapter 15 cases that currently are jointly administered and the four identifying digits of the tax number of each are: Oi S.A. (5.764); Telemar Norte Leste S.A. (0.118); Oi Brasil Holdings Coöperatief U.A. (8518); and Oi Móvel S.A. (3.963).

**SUPPLEMENTAL DECLARATION OF JASPER R. BERKENBOSCH IN
SUPPORT OF VERIFIED PETITION AND MOTION FOR RELATED RELIEF**

TO THE HONORABLE
UNITED STATES BANKRUPTCY JUDGE:

Jasper R. Berkenbosch, pursuant to 28 U.S.C. § 1746, hereby declares under penalty of perjury under the laws of the United States of America as follows:

1. I hereby submit this supplemental declaration, made in my capacity as the duly appointed trustee (*curator*) (the "Insolvency Trustee") of Oi Brasil Holdings Coöperatief U.A. ("Coop") in its bankruptcy proceeding, Case No. F.13/17/163 (the "Dutch Bankruptcy Proceeding") pending before the District Court of Amsterdam pursuant to the Dutch Insolvency Act (*Faillissementswet*), in further support of: (a) the voluntary petition [Case No. 17-11888, ECF No. 1], and (b) the *Verified Petition and Motion for an Order (i) Recognizing the Dutch Bankruptcy Proceeding as the Foreign Main Proceeding for Oi Brasil Holdings Coöperatief U.A.; (ii) Recognizing the Foreign Representative; (iii) Modifying the Prior Recognition Order; (iv) Modifying the Prior Joint Administration Order and (v) Granting Certain Related Relief* filed in the above-captioned cases on July 7, 2017 (the "Verified Petition and Motion").

I previously submitted with this Court the *Declaration of Jasper R. Berkenbosch in Support of Verified Petition and Motion for Related Relief* (the "First Declaration").

2. As described in the First Declaration, on June 21, 2017, the Advocate General (the "AG") of the Supreme Court of the Netherlands (the "Dutch Supreme Court") issued the substantiated opinion (the "AG Opinion") advising the Dutch Supreme Court that the grounds for Coop's appeal of the decision of the Amsterdam Court of Appeals commencing the Dutch Bankruptcy Proceeding and appointing me as the Insolvency Trustee (the "Dutch Court of Appeals Decision") should be rejected. See First Declaration ¶ 68.

3. Further, as described in the First Declaration, on July 7, 2017, the Dutch Supreme Court issued its decision rejecting the appeal of the Dutch Court of Appeals Decision (the "Dutch Supreme Court Decision"). See First Declaration ¶ 69.

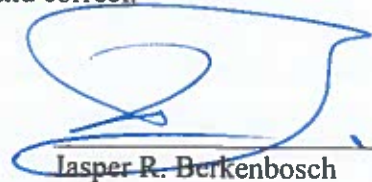
4. As described in footnotes 56 and 58 of the First Declaration, I intended to file copies of the official English translations of the AG Opinion and the Dutch Supreme Court Decision with this Court when they became available.

5. Attached hereto as Exhibit A is a true and correct copy (with an English translation) of the AG Opinion.

6. Attached hereto as Exhibit B is a true and correct copy (with an English translation) of the Dutch Supreme Court Decision.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: July 12, 2017



Jasper R. Berkenbosch
Insolvency Trustee