

# **General Meeting's Preparatory Information**



**(Article 289 of the Portuguese Companies Act)**



**Full names of the Members of  
Management and Auditing Statutory  
Governing Bodies as well as if the  
Board of the Shareholder's General  
Meeting**

**(Paragraphs a) of number 1 of Article 289 of the  
Portuguese Companies Act)**

**STATUTORY BODIES MEMBERS****MEETING****BOARD OF THE SHAREHOLDER'S GENERAL**

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**Chairman**

António Agostinho Cardoso da Conceição Guedes

**Secretary**

Maria Daniela Farto Baptista Passos

**BOARD OF DIRECTORS**

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**Chairman**

Belmiro Mendes de Azevedo

**Vice President**

Álvaro Carmona e Costa Portela

Francisco de La Fuente Sánchez

Ivone Maria Pinho Teixeira da Silva

Maria Cláudia Teixeira de Azevedo

Paulo José Jubilado Soares de Pinho

**COMMITTEE****EXECUTIVE**

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**Chairman**

Maria Cláudia Teixeira de Azevedo

Álvaro Carmona e Costa Portela

Ivone Maria Pinho Teixeira da Silva

**COMMITTEE****BOARD AUDIT AND FINANCE**

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**Chairman**

Francisco de La Fuente Sánchez

**Member**

Paulo José Jubilado Soares de Pinho

**COMMITTEE****BOARD NOMINATION AND REMUNERATION**

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**Chairman**

Belmiro Mendes de Azevedo

**Member**

Francisco de La Fuente Sánchez

**COMMITTEE****REMUNERATION**

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**Chairman**

Efanor Investimentos, SGPS, SA representada por Belmiro Mendes de Azevedo

**Member**

José Fernando Oliveira de Almeida Corte Real

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**FISCAL BOARD**

**Chairman**

Manuel Heleno Sismeiro

**Member**

Jorge Manuel Felizes Morgado

**Member**

Armando Luis Vieira de Magalhães

**Substitute**

Carlos Manuel Pereira da Silva

**AUDITOR**

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**STATUTORY EXTERNAL**

Sociedade de Revisores Oficiais de Contas  
Pricewaterhousecoopers & Associados, SROC  
Representada por Hermínio António Paulos Afonso ou  
António Joaquim Brochado Correia





## **Positions held by Members of the Statutory Bodies in other companies**

**(Paragraph b) of no. 1 of Article 289 of the  
Portuguese Companies Code)**

## **Board of the Shareholder's General Meeting**

Offices held by Members of the Board of the Shareholders' General Meeting in other companies are the following:

### **António Agostinho Cardoso da Conceição Guedes**

Chairman of the Board of the Shareholders' General Meeting:

- Sonae Investimentos, SGPS, S.A.
- Sonaecom, SGPS, S.A.
- Sonae Indústria, SGPS, S.A.

### **Maria Daniela Farto Baptista Passos**

Secretary of the Board of the Shareholders' General Meeting:

- Sonaecom, SGPS, S.A.
- Sonae Indústria, SGPS, S.A.



## **BOARD DIRECTORS**

Offices held by Members of the Board of Directors in other companies are the following:

### **Belmiro Mendes de Azevedo**

Offices held in other Sonae Capital Group companies:

- Chairman of the Board of Directors of SC, SGPS, S.A.
- Chairman of the Board of Directors of Soltróia - Sociedade Imobiliária de Urbanização e Turismo de Tróia, S.A.

Offices held in other companies:

- Chairman of the Board of Directors of Sonae, SGPS, S.A.
- Chairman of the Board of Directors and Chairman of the Committee Executive of Sonae Indústria, SGPS, S.A.
- Chairman of the Board of Directors of EGP-UPBS
- Chairman of the Board of Directors of Águas Furtadas - Sociedade Agrícola, S.A.
- Chairman of the Board of Directors of Alpêssego - Sociedade Agrícola, S.A.
- Chairman of the Board of Directors of Casa Agrícola de Ambrães, S.A.
- Chairman of the Board of Directors of Efanor Investimentos, SGPS, S.A.
- Chairman of the Board of Directors and Chairman of Comité da Fundação Belmiro de Azevedo
- Chairman of the Board of Directors of Imoassets - Sociedade Imobiliária, S.A.
- Chairman of the Board of Directors of Prosa - Produtos e Serviços Agrícolas, S.A.
- Chairman of the Board of Directors of Realejo - Sociedade Imobiliária, S.A.
- Sole Director of BA - Business Angels, SGPS, S.A.
- Member of European Advisory Board da Harvard Business School
- Member of International Advisory Board da Allianz AG



### **Álvaro Carmona e Costa Portela**

Offices held in other Sonae Capital Group companies:

- Chairman of the Board of Directors of Capwatt, SGPS, S.A.
- Chairman of the Board of Directors of Capwatt ACE, S.A.
- Chairman of the Board of Directors of Capwatt - Brainpower, S.A.
- Chairman of the Board of Directors of Capwatt Colombo - Heat Power, S.A.
- Chairman of the Board of Directors of Capwatt Engenho Novo - Heat Power, S.A.
- Chairman of the Board of Directors of Capwatt II - Heat Power, S.A.
- Chairman of the Board of Directors of Capwatt III - Heat power, S.A.
- Chairman of the Board of Directors of Capwatt Maia - Heat Power. S.A.
- Chairman of the Board of Directors of Capwatt Martim Longo - Solar Power, S.A.

- Chairman of the Board of Directors of Capwatt Vale do Caima - Heat Power, S.A.
- Chairman of the Board of Directors of Capwatt Vale do Tejo - Heat Power, S.A.
- Chairman of the Board of Directors of da Contacto Concessões, SGPS, S.A.
- Chairman of the Board of Directors of SC - Engenharia e Promoção Imobiliária, SGPS, S.A.
- Member of the Board of Directors of SC, SGPS, S.A.
- Member of the Board Directors of SC Hospitality, SGPS, S.A. (previously called Sonae Turismo, SGPS, S.A.)
- Chairman of the Board of Directors of Sistavac, S.A.
- Chairman of the Board of Directors of Sistavac, SGPS, S.A.
- Chairman of the Board of Directors of Spred, SGPS, S.A.
- Member of the Board Director of Complementary Grouping of Companies (Agrupamento Complementar de Empresas) Capwatt Hectare - Heat Power, ACE
- Member of Manement Body da C.T.E. - Central Termoelétrica do Estuário, Unipessoal, Lda.
- Member of Management Body of Enerlousado - Recursos Energéticos, Unipessoal, Lda.
- Member of Management Body of Ronfegen - Recursos Energéticos, Unipessoal, Lda.

Offices held in other companies:



- Non-Executive Member of Board Directors of Casa Agrícola HMR, SA
- Non-Executive Member of Board Directors of COPAM - Companhia Portuguesa de Amidos, SA
- Non-Executive Member of Board Directors of Sonae SGPS, SA
- Non-Executive Member of Board Directors of SPDI-SECURE PROPERTY Development & Investment, PLC
- Director of Foundation Victor and Graça Carmona e Costa
- Manager Portela & Portela, Lda
- Member of Investment Committee do ECE European Prime Shopping Centre Fund, Luxemburgo

### **Maria Cláudia Teixeira de Azevedo**

Offices held in other Sonae Capital Group companies:

- Chairman of the Board of Directors of Imoareaia - Investimentos Turísticos, SGPS, S.A.
- Chairman of the Board of Directors of SC Hospitality, SGPS, S.A. (previously called Sonae Turismo - SGPS, S.A.)
- Member of the Board of Directors of Capwatt, SGPS, S.A.
- Member of the Board of Directors of Capwatt ACE, S.A.
- Member of the Board of Directors of Capwatt - Brainpower, S.A.
- Member of the Board of Directors of Capwatt Colombo - Heat Power, S.A.
- Member of the Board of Directors of Capwatt Engenho Novo - Heat Power, S.A.
- Member of the Board of Directors of Complementary Grouping of Companies (Agrupamento Complementar de Empresas) Capwatt Hectare - Heat Power, ACE



- Member of the Board of Directors of Capwatt II – Heat Power, S.A.
- Member of the Board of Directors of Capwatt III – Heat Power, S.A.
- Member of the Board of Directors of Capwatt Maia – Heat Power, S.A.
- Member of the Board of Directors of Capwatt Martim Longo – Solar Power, S.A.
- Member of the Board of Directors of Capwatt Vale do Caima – Heat Power, S.A.
- Member of the Board of Directors of Capwatt Vale do Tejo – Heat Power, S.A.
- Member of the Board of Directors of Contacto Concessões, SGPS, S.A.
- Member of the Board of Directors of SC - Engenharia e Promoção Imobiliária, SGPS, S.A.
- Member of the Board of Directors of SC, SGPS, S.A.
- Member of the Board of Directors of Sistavac, SGPS, S.A.
- Member of the Board of Directors of Sistavac, S.A.
- Member of the Board of Directors of Spred, SGPS, S.A.
- Member of Management Body of Carvemagere, Manutenção e Energias Renováveis, Lda.
- Member of Management Body of C.T.E. – Central Termoeléctrica do Estuário, Unipessoal, Lda.
- Member of Management Body of Enerlousado – Recursos Energéticos, Unipessoal, Lda.
- Member of Management Body of Ronfegen – Recursos Energéticos, Unipessoal, Lda.

Offices held in other companies:



- Chairman of the Board of Directors of Digitmarket – Sistemas de Informação, S.A.
- Chairman of the Board of Directors of Efanor – Serviços de Apoio à Gestão, S.A.
- Chairman of the Board of Directors of GRUPO S 21 SEC GÉSTION, S.A.
- Chairman of the Board of Directors of ITRUST - Cyber Security and Intelligence Services, S.A.
- Chairman of the Board of Directors of Linhacom, SGPS, S.A.
- Chairman of the Board of Directors of Saphety Level – Trusted Services, S.A.
- Chairman of the Board of Directors of Sonaecom – Cyber Security and Intelligence Services, SGPS, S.A.
- Chairman of the Board of Directors of WeDo Consulting, Sistemas de Informação, S.A.
- Chairman of the Board of Directors of WeDo Technologies Americas, INC
- Member of the Board of Directors of Efanor Investimentos, SGPS, S.A.
- Member of the Board of Directors of Imparfin, SGPS, S.A.
- Member of the Board of Directors of PCJ – Público, Comunicação e Jornalismo, S.A.
- Member of the Board of Directors of Praesidium Services Limited
- Member of the Board of Directors of Público - Comunicação Social, S.A.
- Member of the Board of Directors of SEKIWI, SGPS, S.A.
- Member of the Board of Directors of Sonaecom, SGPS, S.A.
- Member of the Board of Directors of Sonaecom – Serviços Partilhados, S.A.
- Member of the Board of Directors of Sonaecom Sistemas de Informação, SGPS, S.A.
- Member of the Board of Directors of WeDo Technologies (UK) Limited.
- Member of the Board of Directors of WeDo Technologies Australia PTY, Limited.
- Member of the Board of Directors of ZOPT, SGPS, S.A.
- Member Curators Council of Fundação Belmiro de Azevedo
- Director of Sonaecom – Sistemas de Información España, SL

- Director of WeDo Technologies Mexico, S. De R.L. de C.V.
- Director of WeDo Technologies Egypt
- Manager of Saphety - Transacciones Electronicas, S.A.S
- Manager of WeDo Poland Sp. Z.o.o

**Ivone Maria Pinho Teixeira da Silva**

Offices held in other Sonae Capital Group companies:

- Member of the Board Directors of Complementary Grouping of Companies (Agrupamento Complementar de Empresas) Atelgen, Produção de Energia, ACE
- Member of the Board of Directors of Atlantic Ferries - Tráfego Local, Fluvial e Marítimo, S.A.
- Member of the Board of Directors of Bloco Q - Sociedade Imobiliária, S.A.
- Member of the Board of Directors of Capwatt, SGPS, S.A.
- Member of the Board of Directors of Capwatt ACE, S.A.
- Member of the Board of Directors of Capwatt - Brainpower, S.A.
- Member of the Board of Directors of Capwatt Colombo - Heat Power, S.A.
- Member of the Board of Directors of Capwatt Engenho Novo - Heat Power, S.A.
- Member of the Board Directors of Complementary Grouping of Companies (Agrupamento Complementar de Empresas) Capwatt Hectare - Heat Power, ACE
- Member of the Board of Directors of Capwatt II - Heat Power, S.A.
- Member of the Board of Directors of Capwatt III - Heat Power, S.A.
- Member of the Board of Directors of Capwatt Maia - Heat Power, S.A.
- Member of the Board of Directors of Capwatt Martim Longo - Solar Power, S.A.
- Member of the Board of Directors of Capwatt Vale do Caima - Heat Power, S.A.
- Member of the Board of Directors of Capwatt Vale do Tejo - Heat Power, S.A.
- Member of the Board of Directors of Casa da Ribeira - Sociedade Imobiliária, S.A.
- Member of the Board of Directors of Centro Residencial da Maia - Urbanismo, S.A.
- Member of the Board of Directors of Cinclus - Imobiliária, S.A.
- Member of the Board of Directors of Complementary Grouping of Companies (Agrupamento Complementar de Empresas) Companhia Térmica do Serrado, ACE
- Member of the Board of Directors of Contacto Concessões, SGPS, S.A.
- Member of the Board of Directors of Country Club da Maia - Imobiliária, S.A.
- Member of the Board of Directors of Empreendimentos Imobiliários Quinta da Azenha, S.A.
- Member of the Board of Directors of Golf Time - Golfe e Investimentos Turísticos, S.A.
- Member of the Board of Directors of Imoareaia - Investimentos Turísticos, S.A.
- Member of the Board of Directors of Imobeauty, S.A.
- Member of the Board of Directors of Imoclub - Serviços Imobiliários, S.A.
- Member of the Board of Directors of Imodivor - Sociedade Imobiliária, S.A.
- Member of the Board of Directors of Imohotel - Empreendimentos Turísticos, S.A.
- Member of the Board of Directors of Imopenínsula - Imobiliária, S.A.
- Member of the Board of Directors of Imoponte - Sociedade Imobiliária, S.A.
- Member of the Board of Directors of Imoresort - Sociedade Imobiliária, S.A.




- Member of the Board of Directors of Imosedas – Imobiliária e Serviços, S.A.
- Member of the Board of Directors of Implantação – Imobiliária, S.A.
- Member of the Board of Directors of Inparvi, SGPS, S.A.
- Member of the Board of Directors of Marina de Tróia, S.A.
- Member of the Board of Directors of Marmagno – Exploração Hoteleira e Imobiliária, S.A.
- Member of the Board of Directors of Martimope – Empreendimentos Turísticos, S.A.
- Member of the Board of Directors of Marvero – Exploração Hoteleira e Imobiliária, S.A.
- Member of the Board of Directors of Norscut – Concessionária de Auto-Estradas, S.A.
- Member of the Board of Directors of Porturbe – Edifícios e Urbanizações, S.A.
- Member of the Board of Directors of Praedium – Serviços, S.A.
- Member of the Board of Directors of a Praedium – SGPS, S.A.
- Member of the Board of Directors of Praedium II – Imobiliária, S.A.
- Member of the Board of Directors of Prédios Privados – Imobiliária, S.A.
- Member of the Board of Directors of Predisedas – Predial das Sedas, S.A.
- Member of the Board of Directors of Promessa – Sociedade Imobiliária, S.A.
- Member of the Board of Directors of SC – Engenharia e Promoção Imobiliária, SGPS, S.A.
- Member of the Board of Directors of SC, SGPS, S.A.
- Member of the Board of Directors of SC – Sociedade de Consultadoria, S.A.
- Member of the Board of Directors of SC Finance, BV
- Member of the Board of Directors and Committee Executive of SC Hospitality, SGPS, S.A. (previously called Sonae Turismo – SGPS, S.A.)
- Member of the Board of Directors of S.I.I. – Soberana – Investimentos Imobiliários, S.A.
- Member of the Board of Directors of Sistavac, S.A.
- Member of the Board of Directors of Sistavac, SGPS, S.A.
- Member of the Board of Directors of Sete e Meio Herdades – Investimentos Agrícolas e Turismo, S.A.
- Member of the Board of Directors of Soconstrução, BV
- Member of the Board of Directors of Soira – Sociedade Imobiliária de Ramalde, SA
- Member of the Board of Directors of Solinca – Health and Fitness, SA
- Member of the Board of Directors of Solinca – Investimentos Turísticos, SA
- Member of the Board of Directors of Soltróia – Sociedade Imobiliária de Urbanização e Turismo de Tróia, SA
- Member of the Board of Directors of Sonae Turismo, SGPS, S.A. (previously called SC Assets, SGPS, S.A.)
- Member of the Board of Directors of Sontur, BV
- Member of the Board of Directors of Sopair, S.A.
- Member of the Board of Directors of Sotáqua – Sociedade de Empreendimentos Turísticos de Quarteira, S.A.
- Member of the Board of Directors of Complementary Grouping of Companies (Agrupamento Complementar de Empresas) Soternix – Produção de Energia, ACE
- Member of the Board of Directors of Spinveste – Gestão Imobiliária, SGII, S.A.
- Member of the Board of Directors of Spinveste – Promoção Imobiliária, S.A.
- Member of the Board of Directors of Spred, SGPS, SA
- Member of the Board of Directors of The Artist Porto Hotel & Bistro – Actividades Hoteleiras, S.A.
- Member of the Board of Directors of Torre São Gabriel, Imobiliária, S.A.
- Member of the Board of Directors of Tróia Market – Supermercados, S.A.
- Member of the Board of Directors of Troiaresort – Investimentos Turísticos, S.A.



- Member of the Board of Directors of Troiaverde – Exploração Hoteleira e Imobiliária, S.A.
- Member of the Board of Directors and of Tulipamar – Exploração Hoteleira e Imobiliária, S.A.
- Member of the Board of Directors of Urbisedas – Imobiliária das Sedas, S.A.
- Member of the Board of Directors of Vistas do Freixo – Empreendimentos Turísticos, S.A.
- Member of Management Body of Aqualuz – Turismo e Lazer, Lda.
- Member of the Management Body of Carvemagere, Manutenção e Energias Renováveis, Lda.
- Member of the Management Body of Companhia Térmica Tagol, Lda.
- Member of the Management Body of C.T.E. – Central Termoeléctrica do Estuário, Unipessoal, Lda.
- Member of the Management Body of Enerlousado – Recursos Energéticos, Unipessoal, Lda.
- Member of the Management Body of Ronfegen – Recursos Energéticos, Unipessoal, Lda.
- Member of the Management Body SC For – Serviços de Formação e Desenvolvimento de Recursos Humanos, Unipessoal, Lda.

### **Francisco de La Fuente Sánchez**

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- Chairman of the Shareholder's General Meeting of Iberwind – Desenvolvimento e Projectos, S.A.
  - Chairman of the Shareholder's General Meeting of APEDS – Associação Portuguesa de Engenheiros para o Desenvolvimento Social
  - Chairman of the Managing Council da AAAIST – Associação de Antigos Alunos do Instituto Superior Técnico
  - Co-opted Member of Conselho da Escola do Instituto Superior Técnico
  - Honorary Member of Hidroeléctrica del Cantábrico, S.A.
  - Member of Remuneration Committee Sonae SGPS, S.A. and of Sonaecom, SGPS, SA
  - Member of the Curators of Luso-Brasileira
  - Member of Fórum Ibero América
  - Member of the Curators Council of Luso-Espanhola Foundation
  - Member of Patronato of Hidroeléctrica del Cantábrico Foundation

### **Paulo José Jubilado Soares de Pinho**

- Chairman of the General Council of Fundo de Sindicação de Capital de Risco PME-IAPMAI
- Member of the Board Directors of Change Partners, SCR, S.A.
- Director (representative in Portugal) da Venture Valuation, Suíça
- Manager Finpreneur, Ltda.
- Senior Consulting of New Next Moves Consultants, Portugal
- Associate Professor Faculdade de Economia da Universidade Nova de Lisboa
- Visiting Professor at Cass Business School, Londres
- Visiting Professor at Universidade do Luxemburgo

## Fiscal Board

Offices held by Members of the Fiscal Board in other companies are the following:

### **Manuel Heleno Sismeiro**

Chairman of the Fiscal Board:

- Sonae Investimentos, SGPS, S.A.
- Sonae Indústria, SGPS, S.A.
- OCP Portugal Produtos Farmacêuticos, S.A.

Chairman of the Shareholders' General Meeting:

- Segafredo Zanetti (Portugal) Comercialização e Distribuição de Café, S.A.

### **Armando Luís Vieira de Magalhães**

Member of the Fiscal Board:

- Futebol Clube do Porto - Futebol SAD
- Real Vida Seguros
- Sonaecom, SGPS, S.A.
- Sonae Indústria, SGPS, S.A.



### **Jorge Manuel Felizes Morgado**

Member of the Fiscal Board:

- Sonae, SGPS, S.A. (Effective)
- Sonae Indústria, SGPS, S.A. (Effective)
- Sonae Sierra - SGPS, S.A. (Effective)
  
- Sonaecom, SGPS, S.A. (Substitute)

Howarth Parsus - Soluções de Gestão, Lda. (Partner)



## **ARTIGO 21º-C OF THE PORTUGUESE SECURITIES CODE (CVM)**

- Total number of shares at 06/03/2015 - 250.000.000 with nominal value of Eur. 1.00 each
- Total number of their own shares at 06/03/2015 - 6.068.850
- Total number of voting rights as at 06/03/2015 - 243.931.150

**SONAE CAPITAL**

Lugar do Espido, Via Norte  
Apartado 3053  
4471-907 Maia Portugal

T (+351) 22 010 79 03  
F (+351) 22 010 79 35

[www.sonaecapital.pt](http://www.sonaecapital.pt)

