

To the Chairman of the  
Shareholders' General Meeting of Sonae - SGPS, SA

**Voting Through Electronic Means**

Shareholders' General Meeting of  
Sonae - SGPS, SA, on 30<sup>th</sup> April 2020

**Email: [VotoEletronicoAGASonae2020@sonae.pt](mailto:VotoEletronicoAGASonae2020@sonae.pt)**

**VOTING BALLOT**

**Exercise of Voting through Electronic Means**

(to be sent to the email address [VotoEletronicoAGASonae2020@sonae.pt](mailto:VotoEletronicoAGASonae2020@sonae.pt)  
**until 18:00 (GMT) of the 27<sup>th</sup> April 2020**)

Shareholder's name: \_\_\_\_\_

Full address: \_\_\_\_\_

Tax no.: \_\_\_\_\_

Number of shares: \_\_\_\_\_ Custodian Bank(s) \_\_\_\_\_

**Secret code for the**

**exercise of the right to vote through electronic means<sup>1</sup>:** \_\_\_\_\_

<b>Agenda Items</b>
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1 – Discuss and approve the Company's Annual Report, balance sheet and the individual and consolidated accounts for the financial year ended 31<sup>st</sup> December 2019

*Proposed by the Board of Directors*

<b>In favour</b>	<b>Abstention</b>	<b>Against</b>
<input type="text"/>	<input type="text"/>	<input type="text"/>

2 – Decide on the proposed appropriation of the financial year net result

*Proposed by the Board of Directors*

<b>In favour</b>	<b>Abstention</b>	<b>Against</b>
<input type="text"/>	<input type="text"/>	<input type="text"/>

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<sup>1</sup> Code sent to the email indicated in the form concerning the declaration for intention to participate in the Shareholders' General Meeting.

3 – Assess the management and audit of the Company

Proposed by Efanor Inverimentos, SGPS, SA

In favour	Abstention	Against
<input type="text"/>	<input type="text"/>	<input type="text"/>

4- Decide on the statement issued by the Shareholders' Remuneration Committee regarding the remuneration policy of the statutory governing bodies, as well as the shares attribution plan and respective regulation

Proposed by the Shareholders' Remuneration Committee

In favour	Abstention	Against
<input type="text"/>	<input type="text"/>	<input type="text"/>

5 – Decide, pursuant to article 8 of the Articles of Association, on the applicable principles to an eventual issuance of convertible bonds, as may be decided by the Board of Directors

Proposed by the Board of Directors

In favour	Abstention	Against
<input type="text"/>	<input type="text"/>	<input type="text"/>

6 – Decide on the suppression of the shareholders' pre-emptive right for the subscription of any issuance of convertible bonds, pursuant to agenda item no. 5, as may be eventually decided by the Board of Directors

Proposed by the Board of Directors

In favour	Abstention	Against
<input type="text"/>	<input type="text"/>	<input type="text"/>

7 – Decide on the increases of share capital eventually necessary for the conversion of convertible bonds that, pursuant to agenda item no. 5, may be decided by the Board of Directors

Proposed by the Board of Directors

In favour	Abstention	Against
<input type="text"/>	<input type="text"/>	<input type="text"/>

8 – Decide on the authorisation for the purchase and sale of own shares up to the legal limit of 10%

Proposed by the Board of Directors

In favour	Abstention	Against
<input type="text"/>	<input type="text"/>	<input type="text"/>

9 – Decide on the authorisation for the purchase and sale of bonds issued by the Company up to the legal limit of 10%

Proposed by the Board of Directors

**In favour**

**Abstention**

**Against**

10 – Decide on the authorisation for the purchase and for the holding of shares of the Company by its subsidiaries, pursuant to the set forth in article 325-B of the Portuguese Companies Act

Proposed by the Board of Directors

**In favour**

**Abstention**

**Against**

\_\_\_\_\_  
*[signature of the shareholder or, in case the shareholder is a corporate entity, signature of its legal representative]<sup>2</sup>*

**Attached:** readable copy of the identification document of the signatory<sup>3</sup> and of the signatory's power of attorney (in case of corporate entities incorporated and existing in Portugal it shall be enough the permanent certificate code of the represented entity).

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**Notes regarding Personal Data Protection**

The personal data contained in this form will be treated in accordance with the General Regulation on Data Protection (EU Regulation 2016/679, of the European Parliament and the Council, of 27<sup>th</sup> April 2016), with the purpose of complying with the legal obligations of the Company regarding the Shareholders' General Meeting and related interactions with the Shareholders. Data will be kept by the Company in accordance with the legal timeframes set forth in the Portuguese Companies Act and in the Portuguese Securities Code and for the duration of any dispute regarding the Shareholders' General Meeting, including the respective meeting's proceedings and approved resolutions.

The Shareholders are further informed that, within the applicable legal framework, they can exercise their rights to ask the Company to access all of the personal data relating to them, as well as the amendment of any personal data, the limitation of personal data processing or the right to oppose personal data processing, using the email address [protecaodedados@sonae.pt](mailto:protecaodedados@sonae.pt).

\_\_\_\_\_  
<sup>2</sup> Signature similar to that of the identification document.

<sup>3</sup> Pursuant to the set forth in paragraph 2 of article 5 of Law no. 7/2007 of 5<sup>th</sup> February, alternatively to sending a copy of the identification document to confirm the authenticity of the vote and the respective identity of the Shareholder who is a natural person, or that of the legal representative of the Shareholder who is a corporate entity, the voting ballot must contain a legally authenticated signature.