

**Statutory External Auditor**





*(Translation from the Portuguese original)*

Dear Sir  
Chairman of the Board of the Shareholders' General Meeting  
Sonae – Sociedade Gestora de Participações Sociais, S.A.  
Lugar de Espido, Via Norte  
Apartado 1011  
4471-909 Maia

18<sup>th</sup> March 2019

Dear Sir,

For the purposes of article 289, paragraph 1, subparagraph d), of the Portuguese Companies Act ("Código das Sociedades Comerciais") we hereby declare that this entity, its partners, managers as well as the people strictly connected to them, do not hold any share of Sonae – SGPS, S.A. or of any of its controlling or controlled companies.

We additionally state that this statutory audit firm ("Sociedade de Revisores Oficiais de Contas"), during the last five years, and in accordance with articles 262 and 413 of the abovementioned Act, has been nominated as external statutory auditor of a significant number of companies, the listing of which is exhaustive and provided to the Portuguese Association of Statutory Auditors ("Ordem dos Revisores Oficiais de Contas").

We attach to this letter the curricula of our partners Hermínio António Paulos Afonso and António Joaquim Brochado Correia, as representatives of this entity.

Yours faithfully

PricewaterhouseCoopers & Associados – Sociedade de Revisores Oficiais de Contas, Lda.  
Represented by:

Hermínio António Paulos Afonso  
(Portuguese citizen card no. 05715617 4ZY1 valid until 10/09/2020)

António Joaquim Brochado Correia  
(Portuguese citizen card no. 096637650ZY7 valid until 30/11/2027)

*(Translation from the Portuguese original)*

Hermínio António Paulos Afonso  
Rua António Bessa Leite, 1516 B, 4.º Esq  
4150-074 PORTO

Hermínio António Paulos Afonso, married, born on 15<sup>th</sup> August 1961, in the county of Bragança.  
He holds a Bachelor's Degree in Accounting and a degree in Financial Management from the Instituto Superior de Accounting and Administration of Porto.

He has been a partner of PricewaterhouseCoopers since 1996 and has been a Statutory External Auditor since 1990, being responsible for the coordination of several Audit and Statutory Accounts Audit Clients, namely Groups Sonae Capital, Sonae Indústria, Sonaecom, Ibersol, Robert Bosch Portugal, CPC DI, PrioEnergy, Douro Azul, Elevation, Metro do Porto, Sodecia and Soja, as well as Vodafone Portugal.

Partner in charge of PwC's office in Porto, member of the Technical Committee and Supervisory Board of PwC Portugal and Responsible for issues related to IAS / IFRS in the Porto office, having participated as lecturer in several courses related to this theme and in several projects of conversion of POC for IAS / IFRS and SNC.

Leads PwC's Consumer Markets & Retail sector in Portugal, Angola and Cabo Verde.

Participant and monitor in various audit courses taught under the PricewaterhouseCoopers internal training programme. He also taught Audit classes in the course of Audit and Internal Control in ISAG and in the Master of Audit in ISCAP.

Has been working, for more than five years, as an exclusive Statutory External Auditor in PricewaterhouseCoopers & Associados, S.R.O.C., Lda., and is enrolled in the Portuguese Association of Statutory Auditors with the number 712.

Holds no shares of Sonae - SGPS, S.A..

Porto, 18<sup>th</sup> March 2019

Hermínio António Paulos Afonso  
(Portuguese citizen card no. 05715617 4ZY1 valid until 10/09/2020)

António Joaquim Brochado Correia  
Rua Pinho Leal, n ° 535  
4150-620 Porto

António Joaquim Brochado Correia, married, born on 26<sup>th</sup> June 1969, in the county of Cinfães. Holds a degree in Business Administration and Management from Universidade Católica Portuguesa (1988-1993). Partner of PricewaterhouseCoopers since 2003 and Statutory External Auditor since 1999, being responsible for the coordination of several Audit and Statutory Accounts Audit clients, namely Groups Soja, Ferpinta, Galp Energia, Martifer, Mota-Engil, Sogrape, Tecnovia, Sonae Capital, TMG, Sousa, AFA (Madeira) and SATA (Azores).

Invited lecturer for senior studies in the Management Degree for 4 years, from 1999 to 2003, continuing to collaborate more on specific sessions in graduate degrees and MBAs.

For more than five years, he has been working as an exclusive statutory external auditor in PricewaterhouseCoopers & Associados, S.R.O.C., Lda., and is enrolled in the Portuguese Association of Statutory Auditors with the number 1076.

Responsible at PwC for the Markets & Clients area.

Holds no shares of Sonae - SGPS, S.A.

Porto, 18<sup>th</sup> March 2019

António Joaquim Brochado Correia  
(Portuguese citizen card no. 096637650ZY7 valid until 30/11/2027)



Joaquim Miguel de Azevedo Barroso  
Rua Francisco de Araújo Dantas, 296 – 3.º  
4425 – 440 Maia

Joaquim Miguel de Azevedo Barroso, married, was born on 2nd June 2 1978 in the county of Porto.  
Joined PricewaterhouseCoopers & Associados, S.R.O.C., Lda., in in 2001 and is a Partner since 2015.

Holds a graduate degree in Economics from the Faculty of Economics of Porto.  
Statutory External Auditor since 2010.

Leads PWC's Industrial Manufacturing & Automotive sector in Portugal, Angola and Cabo Verde.

Coordinates financial audit and internal control system teams working for clients in several business areas.

Among its main clients are: Amorim Group, Taylor Group, Trofasaúde Group, Efacec Group, Super Bock Group and Sonae Capital Group.

He was lectured several internal and external courses on IAS / IFRS and NCRF and was responsible for several accounts IFRS and NCFR adaptation projects.

Holds no shares of Sonae - SGPS, S.A.

Porto, 18<sup>th</sup> March 2019

Joaquim Miguel de Azevedo Barroso  
(Portuguese citizen card no. 112562208 6 ZY8 valid until 11/01/2020)