

INVESTOR PRESENTATION

March 2015



1.

SONAE OVERVIEW



History

START-UP OF THE BUSINESS



50's

18th August 1959

**Foundation of Sonae -
Sociedade Nacional de
Estratificados**

60's



**Belmiro de Azevedo
was hired**

DEVELOPMENT IN THE SECTOR AND VERTICAL INTEGRATION



70's

Diversification of Sonae, through the
acquisition of NOVOPAN
(particleboard manufacturing unit)
and additional investments aimed at
surface coated particle board production
(Agglomerite)

History

DIVERSIFICATION THROUGH ACQUISITIONS AND THE SET UP OF NEW BUSINESSES



80's

Set up of **Modelo Continente Hipermercados SARL**
(with the French group Promodes as joint shareholder)
Set up of **Sonae (UK) Ltd.**
Opening of the **1st Hypermarket** in Portugal: Continente
(Matosinhos)
Launch of Sonae in the **capital markets** (21st December, 1986)

Inauguration of **Porto Sheraton Hotel**
Set up of the Group Holding: Sonae Investments, SGPS
Acquisition of **STAR**
Start up of Sonae Real Estate
Opening of the **first two shopping centres** built and managed by Sonae
(Portimão and Albufeira)
Acquisition of **Spanboard** (Ireland)

History

DIVERSIFICATION THROUGH ACQUISITIONS AND THE SET UP OF NEW BUSINESSES

90's



Launch of the newspaper **Público**
Set up of **Sonae Distribuição Brasil**
Sonae Indústria acquires a controlling position in **Tafisa** (wood panels)
Set up of **Sonae Tourism**

Sonae: the 1st Portuguese company to be a member of **WBCSD**
(World Business Council for Sustainable Development)
Opening of **Centro Colombo**, the largest Shopping centre in Iberian Peninsula
Acquisition of **Torraltá** (Tróia)
Launch of **Optimus**

History

DEVELOPMENT OF STRATEGIC BUSINESSES
AND EXPANSION INTO TELECOMMUNICATIONS

INTERNATIONAL GROWTH
AND REORGANIZATION OF THE BUSINESS PORTFOLIO



00's

Sonae Sierra opens **AlgarveShopping**
WeDo commercial launch
Launch of **Sierra Funds**
Partnership between **MDS** and **Cooper Gay**
Spin-off of Sonae Indústria
Disposal of Sonae Distribuição Brasil to the Wal-Mart Group

Belmiro de Azevedo becomes **Chairman** of Sonae
Aquisition of **Carrefour Portugal** by Sonae Distribuição

Presentation of the **corporate strategy** and **reorganisation** of business areas
Creation of a **new business area** dedicated to **Investment Management**
Celebration of **Sonae's 50th Anniversary** (2009)

History

INTERNATIONAL GROWTH AND REORGANIZATION OF THE BUSINESS PORTFOLIO



10's

Launch of the **new corporate identity**
 Worten acquires 7 PC City stores in Spain
International expansion of several insignias from Sonae (Zippy, Worten, Sport Zone, Berg, Deeply,...) focusing on Spain and entry into new markets (Turkey, Egypt, Kazakhstan, ...)

2013

Launch of "**Obrigações Continente**", a 200 M€ **bond issue** available through a public subscription offer to **retail investors**
 Creation of the convenience supermarkets through franchising (Meu Super)
Sonae launches initiative of venture capital (Sonae E.Ventures) to invest in e-commerce companies
Merger between Zon and Optimus gives rise to the NOS brand
International expansion of Sonae MC through exportation (wholesale)

History

INTERNATIONAL GROWTH AND REORGANIZATION OF THE BUSINESS PORTFOLIO



2014

Sonaecom launches a tender offer for the acquisition of a maximum of 24.16% of its share capital

Sonae Sierra enters the Chinese market through a partnership with CITIC Capital and signs a contract to create a 50/50 joint-venture with OST Development to manage Mozaica in Moscow

Sonae SR strengthens its international presence by entering in 5 new countries (Bulgaria, Mozambique, Chile, Georgia and Armenia)



ZU

Launch of a **convertible bonds** offer due in 2019 with a principal amount of €210,500,000

Investment Management pursues its strategy of active portfolio management: sells Mainroad to NOS, acquires a 60% participation of S21Sec and invests in Movvo

Sonae launches **ZU**, a new format specialised in products and services for dogs and cats

Meu Super reaches 140 stores in 2014 year-end

Group Structure

A RETAIL COMPANY with 2 core partnerships

- Market leader in Portugal in food and specialised retail formats
- Board control of Shopping Centres and Telecommunications businesses

SONAE

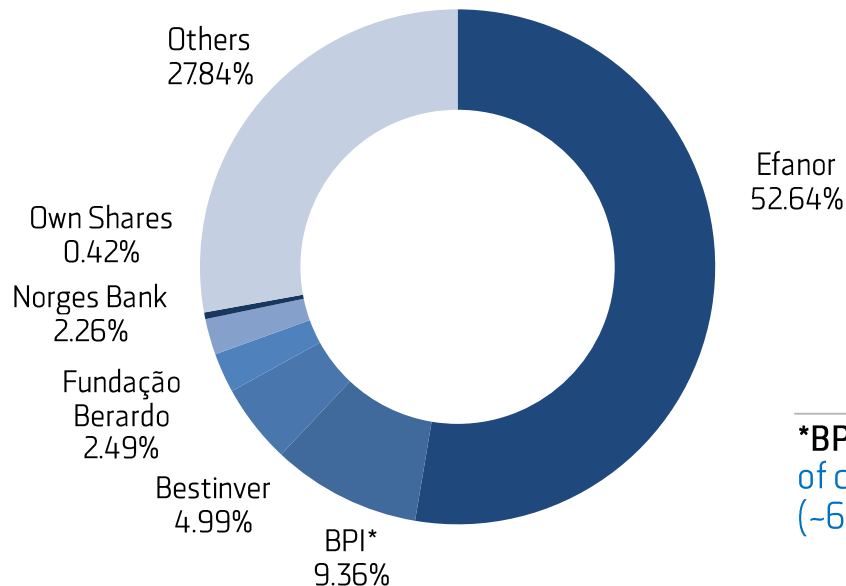
| 100% | 100% | 100% | 50% | 89.9%* |
|--|---------------------------------------|--------------------------------------|--|---|
| SONAE MC Food Retail | SONAE SR Specialised Retail | SONAE RP Retail Properties | SONAE SIERRA Shopping Centres | SONAE COM Telco |
| | Sports goods, fashion and electronics | Retail real estate assets | Shopping Centre developer, owner and manager | Telecommunication, Software and Systems Information and Media |
| CORE BUSINESSES | | RELATED BUSINESSES | CORE PARTNERSHIPS | |
| RETAIL & RELATED BUSINESSES | | | | |

*Voting rights

Shareholdings

A STABLE SHAREHOLDER STRUCTURE

Reference shareholder, Efanor, a family holding company



FREE FLOAT OF CIRCA 40%

*BPI stake includes Equity swap of circa 122 million Sonae shares (~6% of share capital)

SHARE CAPITAL
2,000 million

AVERAGE DAILY VOLUME (2014)
~3.76 million shares

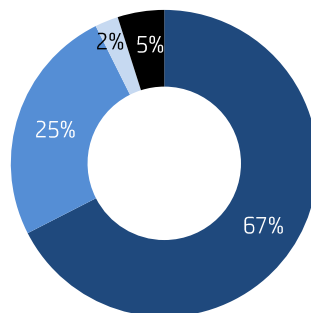
MARKET CAP (as of 31.12.2014)
~2.05 billion euros

Group Breakdown

BREAKDOWN PER BUSINESS

Turnover breakdown (2014)

% Total Turnover (2014)



- Sonae MC
- Sonae SR
- Sonae RP
- Sonae Investment Management (incl. SSI and Media)

UNDERLYING EBITDA MARGIN

% Turnover

- Sonae
- Sonae MC
- Sonae SR
- Sonae RP
- Investment Management

| | 2013 PF | 2014 |
|-----------------------|---------|-------|
| Sonae | 7.8% | 7.6% |
| Sonae MC | 7.6% | 7.0% |
| Sonae SR | 0.0% | 1.2% |
| Sonae RP | 92.4% | 92.2% |
| Investment Management | 6.6% | 7.5% |

CAPITAL EMPLOYED

Breakdown of invested capital per business (M€)

- Sonae
- Sonae MC
- Sonae SR
- Sonae RP
- Investment Management
- Other (incl. NOS and Sonae Sierra stake)

| | 2014 | % in total |
|--|-------|------------|
| Sonae | 3,105 | |
| Sonae MC | 486 | 15.6% |
| Sonae SR | 116 | 3.7% |
| Sonae RP | 1,213 | 39.1% |
| Investment Management | 156 | 5.0% |
| Other (incl. NOS and Sonae Sierra stake) | 1,134 | 36.5% |

Corporate Strategy

VALUE CREATION THROUGH INTERNATIONAL EXPANSION AND THE STRENGTHENING OF THE CORE BUSINESSES

CORPORATE STRATEGIC PILLARS

INTERNATIONAL EXPANSION

- NEW GROWTH AVENUES
- PROFIT FROM “WORLD CLASS” COMPETENCIES

- Current core business with leader formats in mature markets
- Widen competencies, knowledge and experience pool
- New sources of value creation

DIVERSIFY INVESTMENT STYLE

- ADOPT THE MOST APPROPRIATE INVESTMENT STYLE
 - FRANCHISING
 - PARTNERSHIPS
 - MINORITY STAKES

- Use capital light models (renting vs. owning; partnerships vs. full control; and franchising)
- Add local knowledge
- Reduce capital employed needs

LEVERAGE EXCEPTIONAL ASSETS AND COMPETENCIES

- INNOVATE
- GENERATE NEW BUSINESSES
- STRENGTHEN COMPETITIVE POSITION

- Capitalise on assets and competencies in own market to launch new projects in adjacent areas
- Reinforce competitive position
- Grow “share-of-wallet”

Strategy

CORPORATE STRATEGY REFLECTED IN EACH RETAIL BUSINESS STRATEGY

SONAE MC

FOCUS ON LEADERSHIP AND PROFITABILITY

- Consolidate market leadership
- Grow convenience channel
- Explore new adjacent business opportunities
- Continue to implement efficiency projects
- Look for international growth opportunities

SONAE SR

INTERNATIONAL GROWTH AND MULTI-CHANNEL PUSH

- Launch/grow Iberian e-commerce operations
- Explore franchising, JVs and wholesale opportunities as a means to accelerate growth
- Consolidate market positions in Portugal and improve profitability
- Continue to use Portugal as a test plant for new formats

SONAE RP

ACTIVE ASSET MANAGEMENT

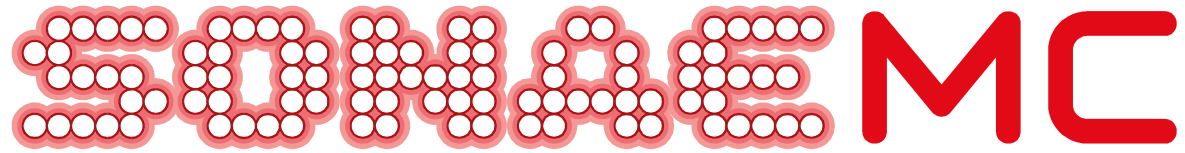
- Plan to release invested capital by reducing freehold ownership of sales area in food retail
- Focus on Asset Management of retail real estate assets and operational efficiency
- Seek Property Development opportunities



A close-up photograph of a water fountain's nozzle against a clear blue sky. Water is spraying out from the nozzle, creating a misty spray. In the bottom right corner, there are several overlapping circles of varying sizes and colors, including teal and light blue, which appear to be part of a graphic design.

2.

OPERATIONAL REVIEW



STRENGTHENING OF **LEADING POSITION** IN FOOD RETAIL MARKET,
WHILE **PROTECTING PROFITABILITY**

A LEADING BRAND IN PORTUGAL



Considered over the last 12 years as one of the **most trusted brands in Portugal** by consumers (survey “Trusted brands” carried out by Reader’s Digest)



EXPOSURE TO DIVERSE FOOD FORMATS

SINGLE BRANDING OF SONAE MC STORES UNDER “CONTINENTE” COMPLETED DURING 2011

CONTINENTE

HYPERS



First mover advantage, prime locations

- 40 stores (of which 24 are anchored with leading shopping centres)
- Average 7.1 thousand sqm
- Price and diversity (~50k SKUs)
- Light bazaar + textiles representing ~15% of sales

CONTINENTE MODELO

SUPERS



Typically located in medium sized population centres

- 121 stores, average 2 thousand sqm
- # SKUs well above competitors
- Light bazaar representing less than 10% of sales (no textiles)

CONTINENTE BOM DIA

SUPERS



Location and convenience (urban)

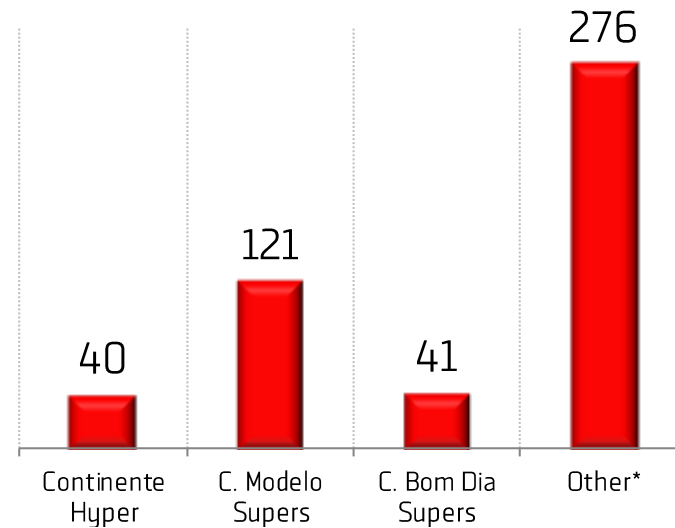
- 41 small, convenience food stores
- Average sales area of 1 thousand sqm
- Renewed concept based on quality and variety of fresh products, ideal for more frequent daily shopping
- Growth opportunity in large cities

Retail Area

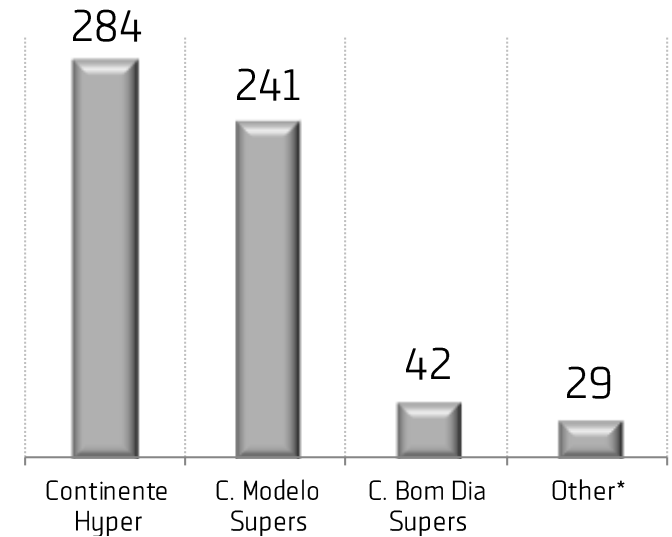
639,000 sqm
OF RETAIL SPACE,
MAINLY
DISTRIBUTED
BETWEEN HYPERS
AND SUPERS

SONAE MC RETAIL SPACE BY FORMAT (2014)

STORES (total= 478)



'000 sqm (total=595 thousand)



* Mainly parapharmacies
and coffee shops

+ 162 stores (43,000 sqm) under franchising including 140
Meu Super stores

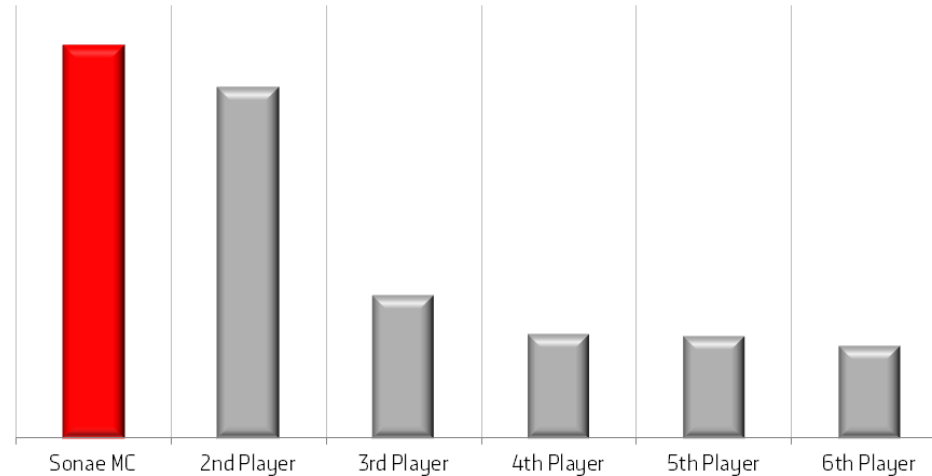
Market Share Growth

REINFORCEMENT OF LEADERSHIP IN THE PORTUGUESE FOOD RETAIL MARKET



FOOD RETAIL MARKET SHARES – 2014

CONTINENTE



Source: Homescan Nielsen, cumulative YTD evolution - 28th December 2014

In 2014, SONAE MC turnover increased by 1.3% y.o.y. with improved leading market share¹

¹ As an example, A.C.Nielsen's Homescan 2014 YTD evolution until December 28th estimated market share gain of 0.9 p.p. for Continente.

Loyalty Card

A DIFFERENTIATING TOOL AMONG RETAILERS IN THE PORTUGUESE MARKET

PERFORMANCE
LEVERAGES
ON THE VALUE
AND SUCCESS
OF THE LOYALTY
PROGRAM



SUPERIOR CUSTOMER INSIGHT IN PORTUGAL

- Targeted promotions, with discounts provided as “credit” in repeated purchase
- Superior customer profiling and knowledge of consumer habits

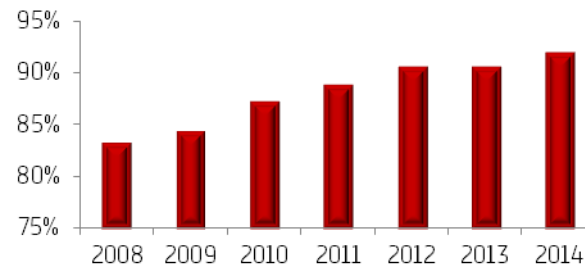
NUMBER OF ACTIVE LOYALTY CARDS

3.4 million

3 out of 4 Portuguese households

% OF SALES ASSOCIATED WITH LOYALTY CARD

**2014
> 90%**



E-commerce website

A renewed user experience...

>15%
annual growth

~500.000
deliveries/year

~30.000
SKUs

~550.000
Registered users

>50.000
Buying users/year

>100 M
Pageviews/year

CONTINENTE Ana Cláudia Santos | Login

Saldos: € 79,06 | As minhas listas (1) | A minha Conta

Loja | Cartão Continente | Acesso Directo | 707 10 66 66 | Ajuda | Pesquisar por palavra-chave

Quem está: Magastane Continente / Continente Online / homepage

Animais | Lacteínicos | Bebê | Bebidas | Limpeza | mercearia | Casa | Congelados | Frescos | Higiene | Lazer | Webs | Outros

HIPER DESCONTO DE 20 DE NOVEMBRO A 2 DE DEZEMBRO

DESCONTO 75% EM CARTÃO Ver sugestões

Carrinho Tom 3 artigos
Total €6,47
Desconto Cartão €0,00

Comprar

- Reserve a sua entrega
- Capões Disponíveis: (6000)
- Ver Carrinho Completo
- Últimos Artigos Adicionados

Alimento para Ave Espiga de Pilho Vita Nature € 2,69

Alimento húmido para Cão Junior € 1,59

CREME PARA BARRAR CONTINENTE em: 250 gr. €0,75

POKTO PLATINUM RESERVA (ROF) GARrafa 35 cl. €9,99

| | | | |
|--|---|--|--|
| Novinho Sife do Lombo CONTINENTE Arroz embalado emb. 400 gr (aprox.) € 28,49 /kg | Farinha CONTINENTE Carbonate € 3,62 /kg | Alimento pr Gato Adulto c/ Frango CONTINENTE Carbonate € 0,76 /unid. | Melão Amarelo CONTINENTE Carbonate € 1,64 /kg |
| Quemto Bife CONTINENTE Carbonate € 2,08 /unid. | Barra de Papagayo CONTINENTE Carbonate € 3,29 /unid. | Alimento húmido para Cão Junior PEDIGATE PAL Pastogris € 1,75 /unid. | Alimento para Gato Sabor da Quinta Whitekus Winkus € 2,41 /unid. |
| Alimento para Ave Espiga de Pilho Vita Nature Marca Geral Ind. € 2,96 /unid. | Amazônia Aroma 750gr Marca Geral Marca Serral € 8,24 /unid. | Farinha Premium Exótica RISA RISA Pige € 3,84 /unid. | Kiki Plus, Farinha Pass. Exóticos 400g OUTRAS MARCAS € 2,19 /unid. |

Português | Euro | Mapa do Site | Loja Pertão de Si | Contactos

VerSign **SONAE**
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A Empresa | Política de Serviços | Emprego

Also supported by new businesses!

Orthopedic

Contact Lenses

Supplements

Mattresses

Tickets

Non food

School Books

New adjacent business opportunities

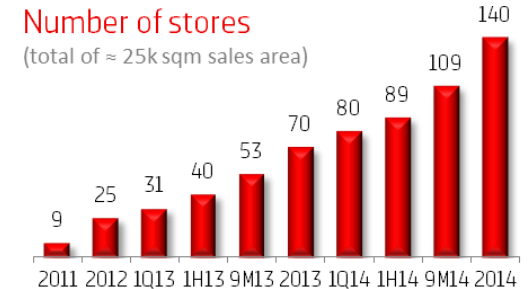
LEVERAGE ON KNOW-HOW IN RETAIL

FRANCHISING



Meu Super reaches 140 stores in the end of 2014

- Franchised local food retail stores
- **Convenience stores**, located in residential areas; sales area between 150sqm and 500sqm
- Franchisees with guaranteed competitive prices for a wide range of products, with access to **Continente's private label** and local suppliers products (particularly perishables)
- Franchisees do not pay royalties nor start commissions and benefit from the **know-how of the leading retailer in Portugal** (to study the business viability and store operation)
- Logistics are supported by wholesale **distribution networks**
- The format is already responsible for about 500 jobs and is present throughout the country



New adjacent business opportunities

LEVERAGE ON KNOW-HOW IN RETAIL



Coffee shops and small snack-bars

- Typically next to Sonae MC supers
- Variety and quality with a fast Service fresh products and great price
- 102 stores (2014)



Health and well-being

- Parapharmacy, beauty products, health and well-being care
- Eye glasses and optical services
- 147 stores (2014)



Book shops, stationery and tobacco

- 283 sqm of average store size
- 20 stores (2014)

Discounts available on **Continente's** loyalty card

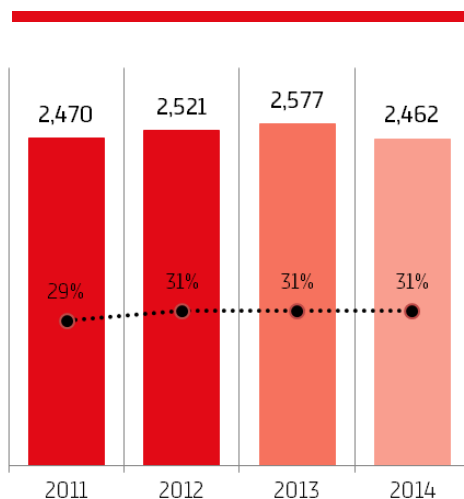
Private Label

Exported to Cape Verde, Timor, Thailand, Macau, China, Sao Tome and Principe, Cyprus, Serbia, Slovenia, Croatia, Republic of the Congo and Oman

PERFORMANCE REFLECTS THE STRONG AND CONTINUOUS INVESTMENT IN PRIVATE LABEL



OWN REFERENCES AND % FMCG SALES



OWN LABEL PROGRAMME IS MANAGED INTERNALLY AND NOW COMPRISES MOST PRODUCT CATEGORIES

INVESTMENT IN OWN BRANDS

- Broadening of private label range
- An important offer within the current adverse consumer environment (allowing customers to trade-down into a trusted brand)
- Larger volumes and increased know-how

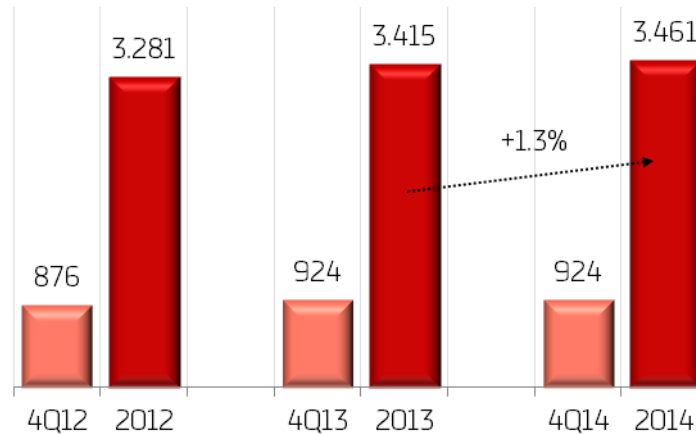
Profitable growth

GROWING MARKET SHARE, WHILE REINFORCING REFERENCE PROFITABILITY



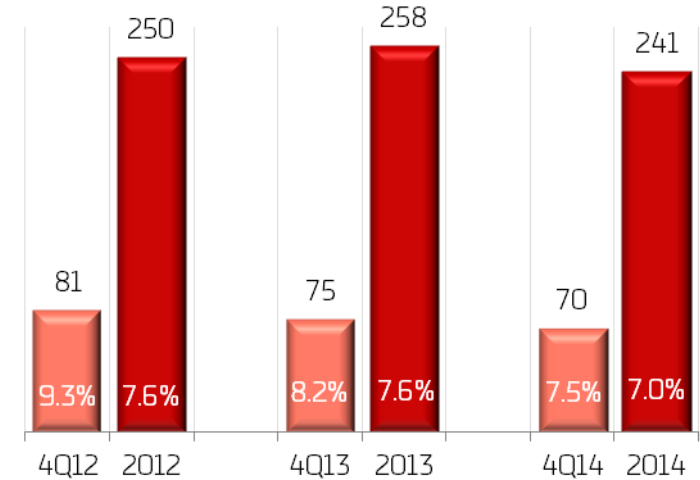
2014 TURNOVER GROWING 1.3% y.o.y. thanks to a high variety of products available to consumers, a very effective promotional activity, and with focus in continuous improvement in the quality of products

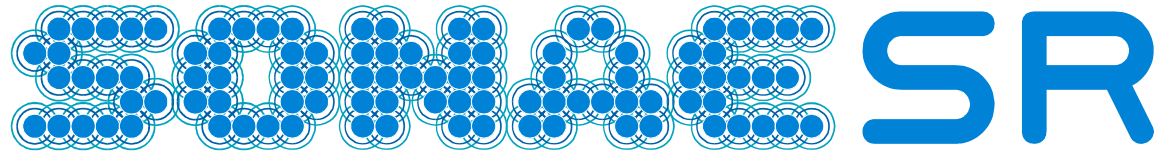
TURNOVER (M €)



2014 UNDERLYING EBITDA MARGIN OF 7.0%, and 7.5% for the 4Q14, that were achieved despite the highly competitive environment that led us to a strong promotional effort, causing an internal deflation of 1.9% (0.4% in the 4Q14)

UNDERLYING EBITDA (M € and % sales)





INTERNATIONAL EXPANSION AND CONSOLIDATION OF MARKET LEADERSHIP IN PORTUGAL

Breakdown per retail format

Revenues

Number and size of the stores

Electronics



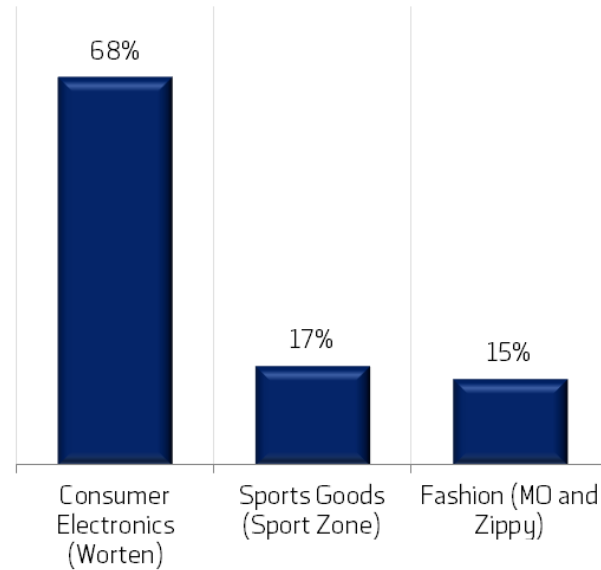
Sports



Fashion: Apparel and Kids apparel



REVENUES 2014 in % of total SR



| 2014 | | Stores | Total '000 sqm | Average sqm/store |
|------------|-----------------|--------|----------------|-------------------|
| Worten | Portugal | 185 | 124 | 672 |
| | Spain | 47 | 76 | 1,626 |
| Sport Zone | Portugal | 80 | 66 | 825 |
| | Spain | 35 | 37 | 1,043 |
| MO | Portugal | 113 | 56 | 497 |
| | Spain | 8 | 3 | 407 |
| | Malta | 3 | 1 | 237 |
| | Other countries | 2 | 1 | 364 |
| Zippy | Portugal | 38 | 13 | 329 |
| | Spain | 35 | 10 | 294 |
| | Saudi Arabia | 15 | 4 | 276 |
| | Malta | 3 | 1 | 173 |
| | Other countries | 31 | 6 | 200 |

| | | | |
|-------|-----------------|-----|-----|
| Total | Portugal | 416 | 259 |
| | Spain | 125 | 126 |
| | Other countries | 54 | 12 |

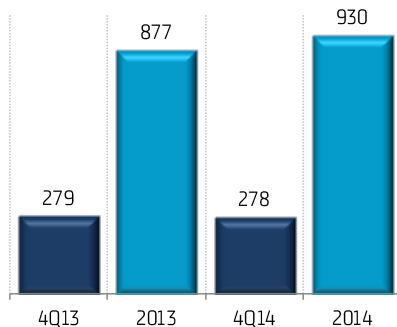
Total Sonae SR 595 398

Constrained discretionary consumption in Iberia

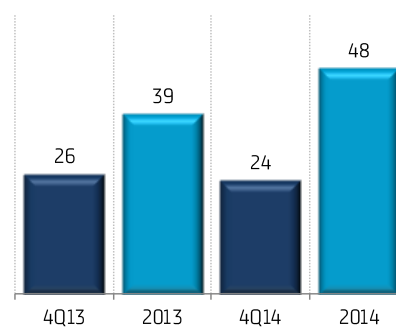
“Lfl” sales trend - Portugal

| 1Q13 | 2Q13 | 3Q13 | 4Q13 |
|-------|--------|-------|-------|
| -5.0% | -11.0% | -2.0% | 4.9% |
| 1Q14 | 2Q14 | 3Q14 | 4Q14 |
| 6.0% | 13.0% | 7.0% | -0.8% |

TURNOVER Portugal (M €)



EBITDA Portugal (M €)



Portugal

STORES
416

| | |
|------------|-----|
| Worten | 185 |
| Sport Zone | 80 |
| MO | 113 |
| Zippy | 38 |

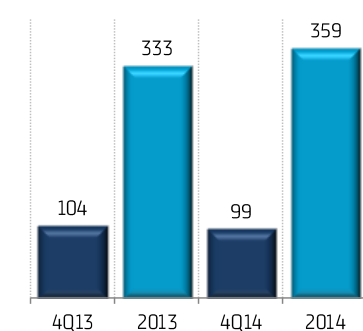
S. AREA

259k sqm

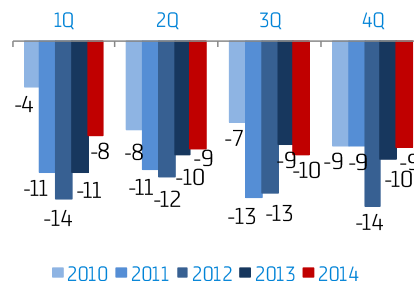
“Lfl” sales trend – International

| 1Q13 | 2Q13 | 3Q13 | 4Q13 |
|--------|--------|-------|-------|
| -17.0% | -12.0% | -5.0% | 5.7% |
| 1Q14 | 2Q14 | 3Q14 | 4Q14 |
| 7.0% | 4.0% | -3.0% | -3.3% |

TURNOVER International (M €)



EBITDA International (M€)



International

STORES
179

| | |
|------------------|----|
| Worten Spain | 47 |
| Sport Zone Spain | 35 |
| MO Spain | 8 |
| MO Malta | 3 |
| MO others | 2 |
| Zippy Spain | 35 |
| Zippy others | 49 |

including 61 under franchising

S. AREA

139k sqm

International Expansion

INTERNATIONALIZATION MOSTLY BASED ON NEW EXPANSION MODELS: JOINT-VENTURES AND FRANCHISING

JOINT-VENTURES

Worten **Canary Islands**
Sport Zone **Canary Islands**
MO **Canary Islands**

FRANCHISING CONTRACTS

Zippy **Canary Islands**
Zippy **Middle East**
Zippy **Latin America**
Zippy **U.S.A.**
Sport Zone **Ceuta**

179 STORES
20 COUNTRIES

| | |
|----------------|---------|
| Spain | Turkey |
| Saudi Arabia | Egypt |
| Kazakhstan | Malta |
| Azerbaijan | Morocco |
| Venezuela | Lebanon |
| Jordan | Qatar |
| St. Maarten | U.S.A. |
| Dominican Rep. | |

To be... > 25 COUNTRIES

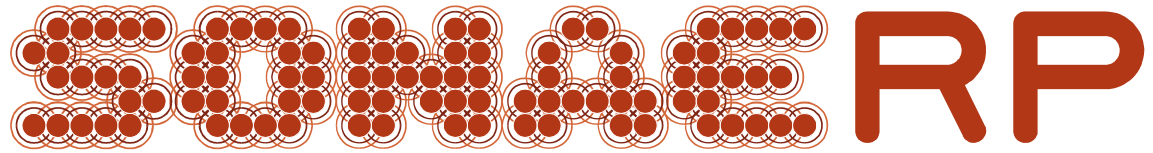
New countries 2014

Armenia, Chile, Georgia, Bulgaria, Mozambique

Stores to be opened

| | |
|----------------------|----------|
| United Arab Emirates | |
| Kuwait | Colombia |
| Panama | Bahrain |

Zippy franchised store sales already representing 20% of total



ACTIVE MANAGEMENT OF RETAIL REAL ESTATE ASSETS

Assets Portfolio

Properties anchored by CONTINENTE

Properties are presented as stand alone stores or factions in Shopping Centres. Stores are located strategically in highly populated areas

In the case of stand alone stores, the building generally includes a large Continente store (food retail anchor), two or three non food retail units operated by Sonae SR and several other smaller retail units

Properties anchored by CONTINENTE MODELO

Properties are strategically spread throughout Portugal territory in relevant populated areas

The building usually includes a Continente Modelo store (food retail anchor), two non food retail units operated by Sonae SR and several other smaller retail units

Properties anchored by CONTINENTE BOM DIA

Convenience stores mostly located in Porto and Lisbon metropolitan areas, operating exclusively a food retail store



Assets Portfolio

Sonae RP is facing increased interest in its assets

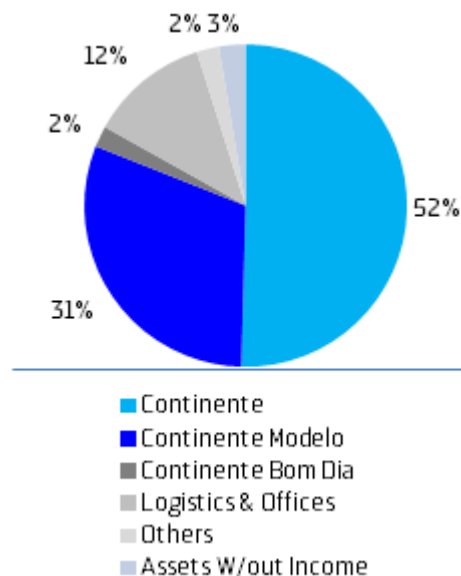
4 SALE & LEASEBACK TRANSACTIONS COMPLETED (2014)

Total Cash-In = 14.5 M€
Capital Gains = 1.5M€

8 SALE & LEASEBACK TRANSACTIONS COMPLETED (2010/2011)

Total Cash-In = 153 M€
Capital Gains = 56 M€

INVESTED CAPITAL (2014)
1.60 billion Euros
(Gross book value)

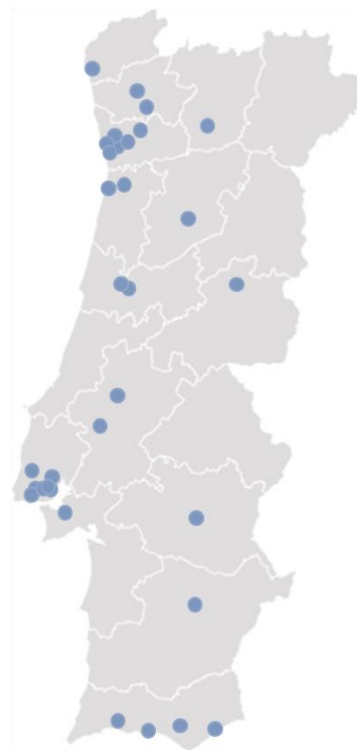


Note: Information organised by anchor

GEOGRAPHIC DISTRIBUTION

Anchored by **Continente**

Anchored by **Continente Modelo**



Assets Portfolio

We continue to examine options around releasing capital from our mature real estate assets within Sonae RP

This includes a range of potential strategic options including, among others, the sale and leaseback of asset(s) to third parties across a range of potential markets

SALES AREA

554 thousand sqm

TURNOVER

126 M€ in 2014
(+1.9% vs 2013)

EBITDA

116 M€ in 2014
(+1.6% vs 2013)

| Assets | # Assets | GBV M€ | Total Sales Area '000 sqm | Average Sales Area '000 sqm | Average # Stores includes food anchor store |
|------------------------|------------|--------------|------------------------------|-----------------------------------|--|
| Continente | 33 | 805 | 290 | 9 | 8 |
| Continente Modelo | 82 | 488 | 252 | 3 | 5 |
| Continente Bom Dia | 14 | 34 | 12 | 1 | 1 |
| Logistics & Offices | 5 | 191 | - | - | - |
| Others | 10 | 36 | - | - | - |
| Asstes W/out income | 22 | 42 | - | - | - |
| Total | 166 | 1,596 | 554 | 13 | 6 |

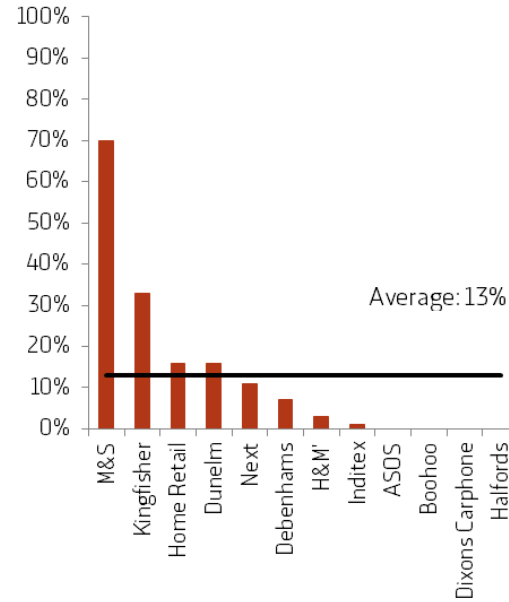
Sonae Freehold Level

Despite the transactions carried out in the last years Sonae still had at the end of 2014 a level of freehold retail real estate well above other retailers in Europe

FOOD RETAIL
% of space owned freehold



GENERAL RETAIL
% of space owned freehold



SONAE MC
73% freehold

SONAE SR
28% freehold

Source: Equity Research, 16th March 2015 Barclays Food and General Retail Valuation sheet



3.

CORE PARTNERSHIPS

SONAE SIERRA (Shopping Centres)

50% ownership – Equity Consolidated

SONAECOM / NOS (Telecoms)

89.9% of Sonaecom voting rights – Equity Consolidated



Resilient Performance

A SELF SUSTAINABLE COMPANY WITH INCREASING EXPOSURE TO EMERGING MARKETS

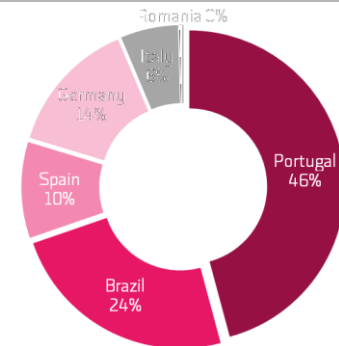
IN 2014*:

- **Occupancy rate = 95.5%**
- Overall tenant sales in Europe decreased due to the sale of Parque Principado, Valecenter, Airone, 40% of Sonae Sierra ownership in Le Terrazze Shopping Centre and La Farga Shopping Centre
- Expansion restricted in Europe but partially offset by a good **development activity in Brazil**
- **Positive LfL in Europe and in Brazil**

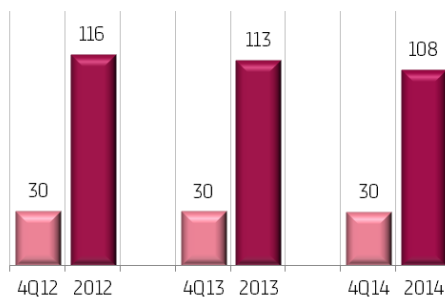
INTERNATIONAL SHOPPING CENTRE SPECIALIST, 50% OWNED JOINT-VENTURE WITH GROSVENOR

- With presence in Portugal, Brazil, Spain, Italy, Germany, Greece, Romania, Russia, Turkey, Colombia, Algeria, Morocco, Azerbaijan and China
- Stakes in **46 Shopping Centres** with a Net Asset Value of ~1.1 billion euros

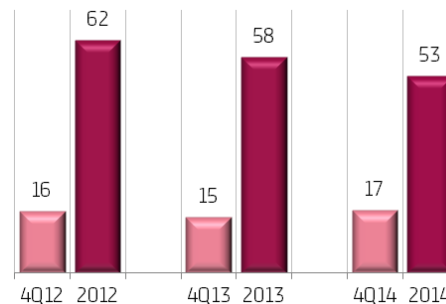
OMV BREAKDOWN 2014
Assets owned and Co-owned - OMV (100% basis)



EBITDA (M€)



DIRECT PROFITS (M€)



Occupancy rate growth reflecting the **benchmark quality** of Sonae Sierra assets

MARKET VALUATIONS:

Indirect results totaled 44 M€ particularly influenced by the yields recovery in Portugal and Spain and the positive evolution of the operational performance

(*) As per Sonae Sierra's published accounts (100%)

Growth Avenues

GROW IN EMERGING MARKETS AND SERVICES BUSINESS

IPO of Sonae Sierra Brasil
completed during 2011:
~33% of share capital,
raising equity for
future developments
in the region

GROW IN PROMISING MARKETS:

- Focus on **controlling dominant Shopping Centres in Brazil**
- Recycle capital from mature, non-controlled assets to other projects with **development potential**
- Reinforce **emerging markets** presence
- Grow in **services** to 3rd parties, profiting from the expertise as retail property developer and asset manager

CONTINUE TO PURSUE OPERATIONAL IMPROVEMENTS,

aiming to off-set the fall in consumption in certain sectors in Europe

NEW APPROACH TOWARDS EUROPEAN ASSET PORTFOLIO:

- Shift to a more “capital light” approach in Iberia, concentrating on key assets
- Prepare the company for an European recovery in selected countries, **freeing up capital** and starting with best projects

Value Creation

CONSOLIDATION UNLOCKS A SIGNIFICANT VALUE CREATION

*On February 20th 2014:

Following Sonaecom's voluntary tender offer for the acquisition of own shares (price equivalent to €2.45 per Sonaecom share, to be composed of ZON OPTIMUS shares with a price of €5.08), Sonaecom's direct participation in ZON OPTIMUS was reduced from 7.28% to 2.14%.

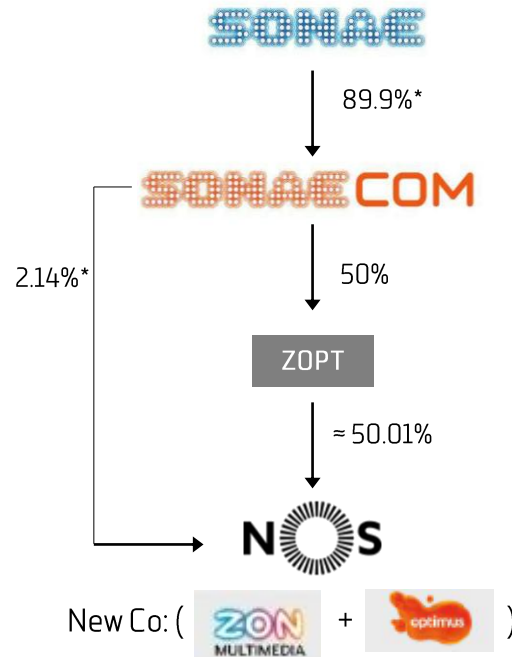
Sonae further increased its participation in Sonaecom's capital from 74% to almost 90%.

On May 9th, Sonae held 89.9% of Sonaecom's voting rights.

On May 16th 2014, **NOS** was launched, a single brand for all segments and for all services, replacing ZON OPTIMUS.

NOS strong operational trends in 2014 led to market share gains and improvements in core telco financial performance.

August 27th 2013: ZON OPTIMUS (NOS) was created

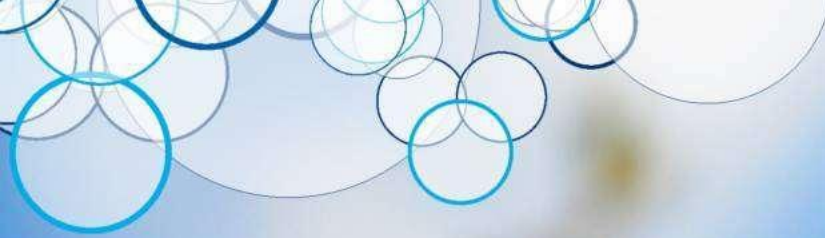


Merger by incorporation of Optimus into Zon

NOS market performance



Subsequent to the merger between Optimus and Zon (currently NOS), and since the day in which new shares issued were listed on September 9th 2013, and until December 31st 2014, the company's market capitalisation grew 22.6%, corresponding to a share price increase from 4.27€ to 5.24€.



4.



RECENT FINANCIAL PERFORMANCE

Overview

Turnover sustained by
market share gains

Efficiency gains allowing for
increased operational
profitability

KEY FINANCIALS 2014

TURNOVER

4.97bn

UNDERLYING EBITDA

380m

UNDERLYING EBITDA Mg.

7.6%

NET DEBT

+32m_{y.o.y.*}

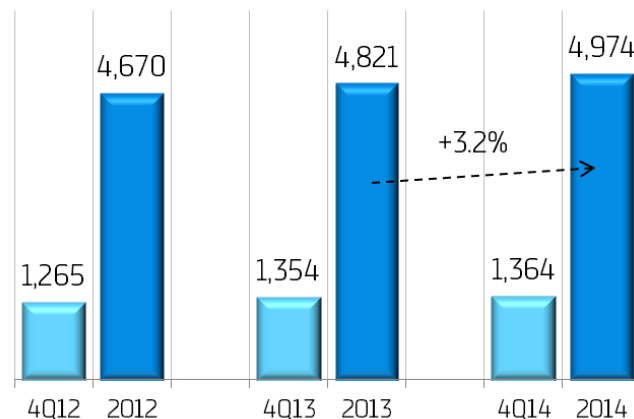
* Includes the payment of over 100 M€ of Sonaecom shares to France Telecom made in August 2014. If we exclude this payment, Net Debt would have been reduced by 73 M€ y.o.y..

Turnover

**CONSOLIDATED
TURNOVER
GREW 3.2%
TO €4.97 BN IN 2014
WITH ALL
BUSINESSES
CONTRIBUTING
POSITIVELY**

... THANKS TO MARKET SHARE GAINS

CONSOLIDATED TURNOVER
Million Euros



TURNOVER PER BUSINESS (M€)

| | 4Q13 | 4Q14 | y.o.y. |
|------------------|-------|-------|--------|
| SONAE | 1,354 | 1,364 | 0.7% |
| SONAE MC | 924 | 924 | 0.0% |
| SONAE SR | 383 | 376 | -1.8% |
| SONAE RP | 31 | 32 | 1.4% |
| INVEST. MANAGEM. | 59 | 66 | 11.9% |

TURNOVER PER BUSINESS (M€)

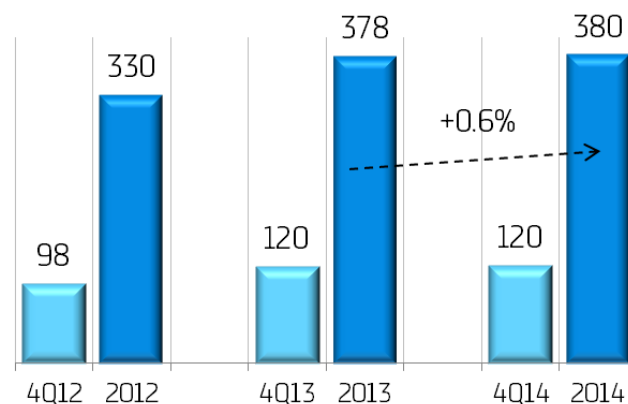
| | 2013 | 2014 | y.o.y. |
|------------------|-------|-------|--------|
| SONAE | 4,821 | 4,974 | 3.2% |
| SONAE MC | 3,415 | 3,461 | 1.3% |
| SONAE SR | 1,210 | 1,290 | 6.6% |
| SONAE RP | 124 | 126 | 1.9% |
| INVEST. MANAGEM. | 223 | 252 | 13.1% |

EBITDA

IN A DIFFICULT
MACRO
ENVIRONMENT,
GROUP'S
UNDERLYING
EBITDA REACHES
€380M in 2014

... SUPPORTED BY THE IMPLEMENTATION OF OPERATIONAL
EFFICIENCY PROGRAMMES

UNDERLYING EBITDA
Million Euros



UNDERLYING EBITDA (M€)

| | 4Q13 | 4Q14 | y.o.y. |
|------------------|------|------|--------|
| SONAE | 120 | 120 | 0.4% |
| SONAE MC | 75 | 70 | -7.7% |
| SONAE SR | 17 | 18 | 5.5% |
| SONAE RP | 31 | 31 | -0.3% |
| INVEST. MANAGEM. | 7 | 8 | 8.5% |

UNDERLYING EBITDA (M€)

| | 2013 | 2014 | y.o.y. |
|------------------|------|------|--------|
| SONAE | 378 | 380 | 0.6% |
| SONAE MC | 258 | 241 | -6.8% |
| SONAE SR | 0 | 15 | - |
| SONAE RP | 115 | 116 | 1.6% |
| INVEST. MANAGEM. | 15 | 19 | 28.1% |

Capital Structure

| Net Financial Debt | 2014 |
|-----------------------|------|
| Retail Units | 683 |
| Holding & Other | 523 |
| Investment Management | 42 |

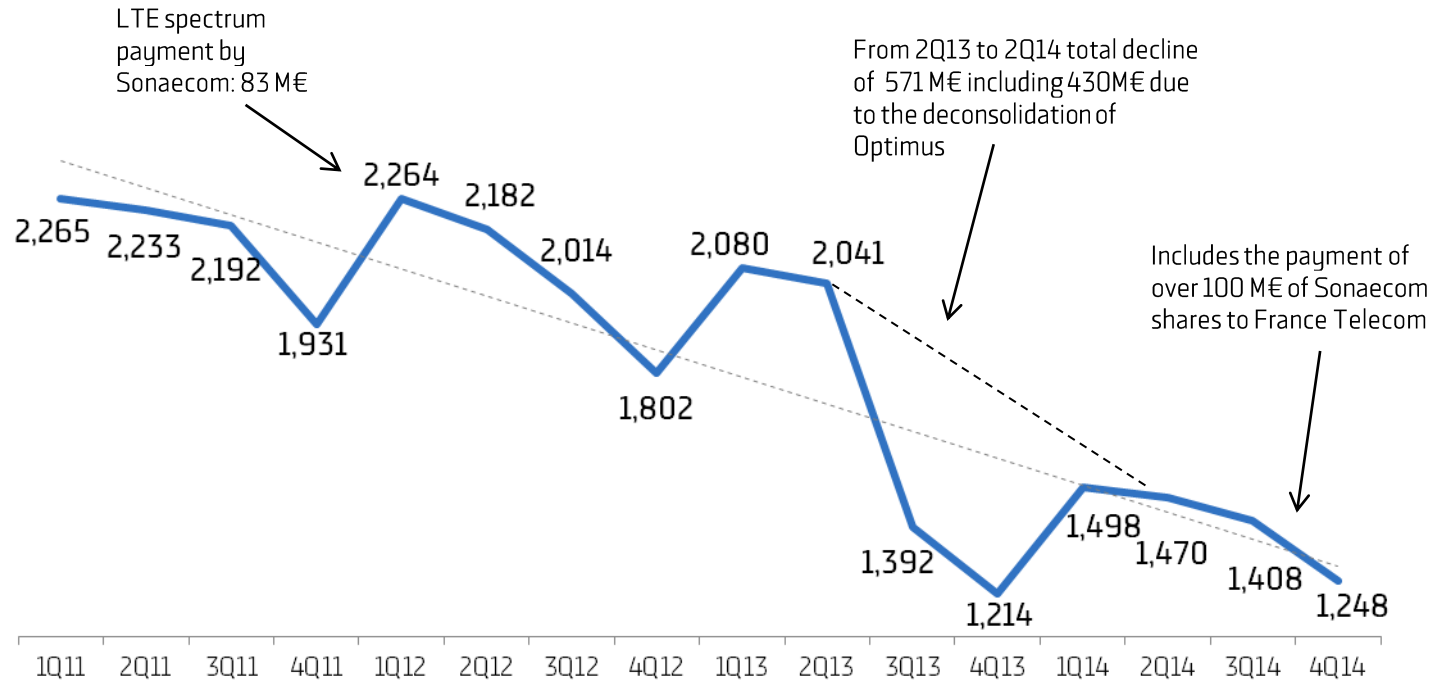
TOTAL NET FINANCIAL DEBT 1,248*

*Includes a €200M retail bond.

With refinancing needs secured until the end of 2015

...and a significant part of 2016 refinancing needs

FINANCIAL NET DEBT



Sonae further reinforced its capital structure, and concluded several financing operations with maturities up to 7 years

Capital Structure

June 4th 2014
Sonae issued 210.5 M€
convertible bond

COVERTIBLE BONDS

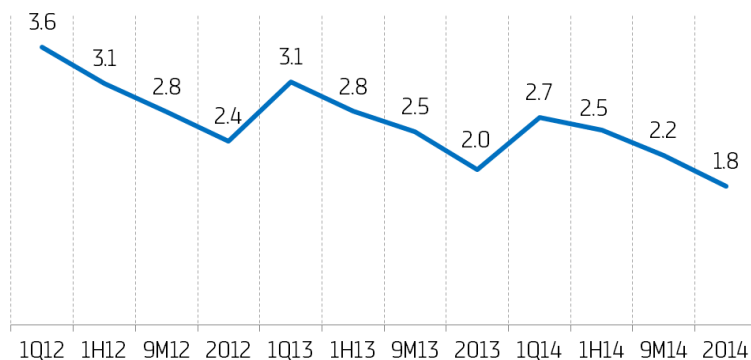
- 210.5 M€
- 122 million shares
- Initial conversion price 1.726 €/share
- Premium 35%
- Maturity 5 years – redeemed at par at maturity
- Coupon 1.625% per annum, payable semi-annually in arrear



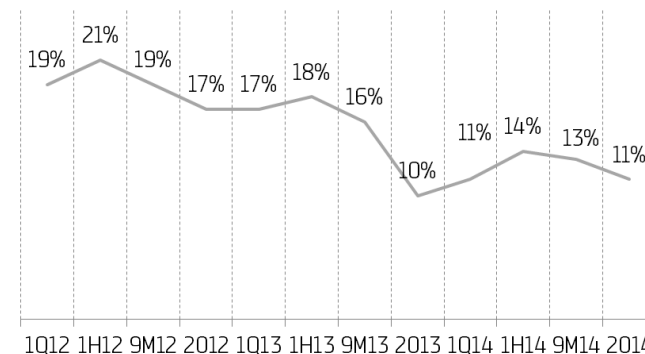
Capital Structure

AN APPROPRIATE CAPITAL STRUCTURE IN EACH BUSINESS TO SUPPORT ACTIVITIES AND INVESTMENTS

**RETAIL
NET DEBT/REC. EBITDA**



**HOLDING
LOAN-TO-VALUE(*)**



(*) Holding net debt as a % of Sonae's gross asset value (Retail businesses @ market multiples, except for SR SP (invested capital @ book value) + Sonae RP @ book value + IM equity value (@ book value; % share) + share of Sonae sierra NAV + share of Sonaecom market cap)

Shareholder Remuneration

DIVIDEND PAYER ON A REGULAR BASIS

The resilience of the cash flows generated gives confidence on the ability to maintain shareholder remuneration policy

OBJECTIVE
TO MAINTAIN
AN ADEQUATE
SHAREHOLDER
REMUNERATION

3.65 cents

DIVIDEND PER
SHARE 2014

+5% vs. 2013
+10.3% vs. 2012

3.6%

DIVIDEND YIELD

Considering
2014.12.31 Share
Price (€1.024)

58%

PAY-OUT RATIO

Considering 2014 direct
Net Profits attributable
to equity holders

Valuation

**SIGNIFICANT
DISCOUNT VS “SUM-
OF-THE-PARTS”
VALUATION**

Material share price over performance during 2014

- 2.4%

2014 FY share price
depreciation

€ 2.1bn

SONAE MC EV based
on European food
retail market
multiples (excluding real
estate)

€ 0.50

Market value of Core
Partnerships per share

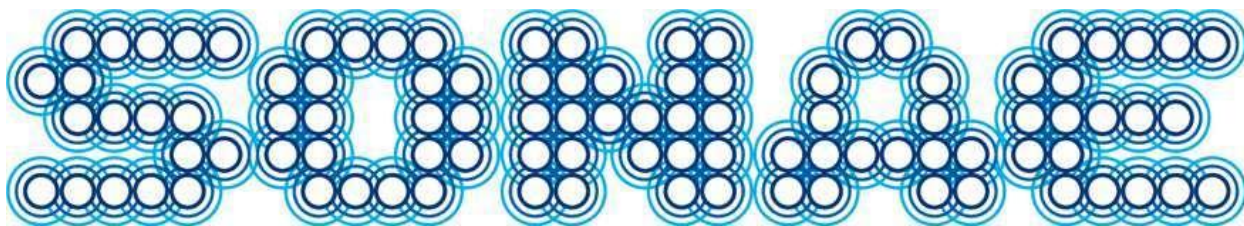
Considering average trading multiples of
European food retailers at December 14
(EV/LTM sales: 0.6x; EV/LTM EBITDA: 8.8x)

Considering Sonaecom's share price as at
2014.12.31 (€1.450) and latest published
Sonae Sierra NAV (1.1bn as at Dec-14)

CONCLUSION

AN ATTRACTIVE INVESTMENT OPPORTUNITY

- Growing **leading market positions** in Portugal, while protecting operational profitability
- An **internationalisation strategy** based on a “capital light” approach, enabling future growth and value creation
- **Significant deleveraging** made possible by organic cash flow generation
- **Undervalued** share price, driven by macro concerns
- Attractive **dividend yield**
- Proven **management track record**



INVESTOR PRESENTATION

March 2015

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SAFE HARBOUR

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These forward-looking statements are subject to a number of factors and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements, including, but not limited to, changes in regulation, industry and economic conditions; and the effects of competition. Forward-looking statements may be identified by words such as "believes", "expects", "anticipates", "projects", "intends", "should", "seeks", "estimates", "future" or similar expressions.

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