



**REGULATIONS
OF THE
APPOINTMENTS AND ASSESSMENT COMMITTEE**

NOS, SGPS, S.A.



This instrument shall govern the exercising of powers and duties, and the operation, of the Appointments and Assessment Committee (“Committee”) of NOS, SGPS, S.A. (“Company”) supplementing the provisions of the law, the Company’s Articles of Association, the Company’s Code of Ethics and bearing in mind national and international recommendations, standards and best practices.

ARTICLE 1
Composition

1. The Appointments and Assessment Committee shall be comprised of a maximum of 5 members and a minimum of 2 members, appointed by the Board of Directors from among its members, who will also be in charge of appointing its Chairman.
2. If no appointment is made under the preceding paragraph, the members of the Committee shall appoint its Chairman.

ARTICLE 2
Term of Office

The term of office of members of the Committee shall be the same as the term of office of the Board of Directors; the early termination of a member of the Board of Directors shall also result in the termination of this member’s term of office in this Committee.

ARTICLE 3
Powers and Responsibilities

1. The Committee shall be responsible for assisting the Board of Directors in choosing Directors for appointment via co-opting to the Company’s Board of Directors, pursuant to article 393 (3b) of the Commercial Companies Code.



2. In its functions of supporting the Board of Directors, it is the Committee's responsibility, should any vacancy occur in the Company's Board of Directors or Executive Committee, to prepare a grounded opinion, identifying the individuals with the profile best suited to the function to be performed, considering – along with individual attributes such as competence, independence, integrity, availability and experience – diversity requirements which, taken together, contribute towards the outstanding performance of these boards and balance in their composition.
3. The Committee shall approve and make its terms of reference available, and foster, to the extent of its powers, transparent selection processes that include effective mechanisms to identify potential candidates, and ensure that those chosen as candidates possess the highest degree of merit, are best suited to the demands of the functions to be carried out, and shall encourage suitable diversity, within the organization.
4. The Committee shall also be responsible for conducting the annual evaluation process for members of the Executive Committee, with subsequent coordination with the Board of Directors and Remuneration Committee for the purposes of the following paragraph.
5. Under the annual evaluation process for members of the Executive Committee, the Committee shall be responsible for proposing, to the Remuneration Committee, criteria for determining variable remuneration, in particular individual performance goals.
6. The Committee shall also be responsible for preparing an overall performance evaluation report for the Board of Directors and its various specialized committees, bearing in mind compliance with the Company's strategic plan, budget, risk management and internal operation, and the contribution of each member of these boards for this purpose, together with the relationship between the Company's boards and committees.
7. The Committee may also, whenever requested by the Board of Directors or Remuneration Committee, give its opinion on the general remuneration policy for the



Executive Committee and variable remuneration programs based on NOS shares or share purchase options.

8. The Committee shall observe the long-term interests of shareholders, investors and the general public, and, to the extent of its powers, shall contribute towards achieving social responsibility and sustainability goals.
9. The Committee may, in compliance with applicable legal limits, request and assess all management information deemed necessary at any given time, and shall have unrestricted access to the documentation produced by the Company's other boards and committees, with the ability to request any information or clarifications deemed necessary from the members of these boards and committees and from employees of the Company.

ARTICLE 4

Meetings and Decisions

1. The Committee meets at least once a year, whenever it is convened by initiative of its Chairman or by any of its members.
2. The meetings of the Committee shall be called at least five days in advance, specifically stating each meeting's agenda items. The agenda and support documentation for meetings shall be provided at least three days before the meeting date.
3. The Committee shall be considered validly convened and capable of making decisions with a majority of its members present or represented.
4. Members of the Committee may be represented at meetings by any other member, via letter addressed to the Committee's Chairman. No member of the Committee may represent more than one other member.



5. Voting by correspondence (including email) or by proxy is allowed in the Committee's meetings.
6. The members of the Committee may attend meetings via telematic means, namely via video or teleconference; in such case, the Company shall ensure the authenticity of statements and security of communications by recording content and members in attendance.
7. Meetings of the Committee shall be presided over by its Chairman or, in his/her absence or impediment, by a member designated for this purpose by the Chairman or, in the lack thereof, by another member designated by a majority of the remaining members.
8. The Committee's decisions shall be made by majority vote of those members present or represented, with the Chairman having the casting vote in the event of a tie.
9. Decisions made and explanations of vote shall be recorded in meeting minutes, drawn up by the Company's Secretary or his/her substitute, which shall be signed by all Committee members in attendance at the meeting.
10. To exercise its powers and responsibilities, and in compliance with applicable legal limits, the Committee may call the Company's corporate board members, employees or consultants to participate in its meetings.

ARTICLE 5

Obligations of Committee Members

1. Notwithstanding their duties and responsibilities under legal and regulatory provisions and the Articles of Association, all members of the Committee shall be guided by the highest standards of care, professional diligence and loyalty.
2. In exercising their powers and responsibilities, the members of the Committee shall also be subject to the duties provided for in the Regulations of the Board of Directors, particularly those related to confidentiality and conflicts of interest.



ARTICLE 6
Entry into Effect

These Regulations have been approved in a Board of Directors meeting dated 3 May 2022, and shall enter immediately into effect.