

ZOPT, SGPS, S.A.

For the attention of the
The Chairman of the Board of the General
Meeting of NOS, SGPS, S.A.
Rua Actor Rua António Silva, no. 9
Campo Grande, Lumiar
1600-404 Lisbon

Annual General Meeting
21 April 2022

PROPOSAL FOR RESOLUTION – ITEM TEN

To appoint the Remuneration Committee for the three-year period 2022/2024 and to approve remuneration for the members of this committee

Considering:

A) The expiry of the current term of office of the Governing Bodies, and the election of new members for these bodies for the three-year term 2022/2024;

B) That, under the terms of paragraph (2) of Article 14 of the Company's Articles of Association, it is incumbent upon the General Meeting to elect a Remuneration Committee, the members of which may or may not be shareholders. This committee will establish the remuneration of the members of the Governing Bodies of the Company;

C) That, in accordance with corporate governance *best practice*, the remuneration of the members of the Remuneration Committee must comprise solely a fixed annual component.

It is proposed:

1. That the NOS Remuneration Committee will be represented by:

Chairman: José Fernando Oliveira de Almeida Côrte-Real

Member: Mário Filipe Moreira Leite da Silva

2. That the mandate of the Remuneration Committee will correspond to the mandate of the Governing Bodies, a three-year term 2022/2024.

English version of the Portuguese original. In the event of any discrepancy, the Portuguese version prevails.

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3. Delegate to the Remuneration Committee the definition and approval of the respective operating regulations.
4. That the two members of this committee are remunerated as follows:
 - a) The annual (gross) remuneration of the Chairman of the Remuneration Committee will be 15 thousand euros;
 - b) The annual (gross) remuneration of the Member will be 15 thousand euros.

Matosinhos, 31 March 2022

By ZOPT – SGPS, S.A.,

*Zopt, SGPS, S.A.
Rua Henrique Pousão, n.º 432,
4460-191 Senhora da Hora, Matosinhos
NIPC 510 488 153 CRC Porto
Capital Social € 716.050.000,00*

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PROPOSAL ITEM 10

ANNEX

English version of the Portuguese original. In the event of any discrepancy, the Portuguese version prevails.

José Fernando Oliveira de Almeida Côrte-Real

Date of Birth

16/05/1954

Academic Curriculum

1976-1981 Degree in Psychology and Communication Sciences

1996 PADE - Programme for Senior Management

Professional experience

1981-1988 Director of Personnel - ED. Ferreirinha & Irmão, Motores e Máquinas EFI Feruni - Sociedade de Fundação

1988-1990 Human Resources Director - Modis, Distribuição Centralizada

1990-1993 Human Resources Manager - Modelo Continente Hipermercados, SGPS, S.A

1993-2001 Human Resources Director - Sonae Distribuição, SGPS, S.A

2001-2015 Executive Director - Sonae MC / Sonae SR

2013-2019 Chairman of the Human Resources Advisory Group - Sonae, SGPS, S.A

2015-2019 Chief Human Resources Officer (CHRO) Sonae SGPS, S.A

Positions held in other companies

HR Consultant

Director of the Fundação Belmiro de Azevedo

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Mário Filipe Moreira Leite da Silva

Date of Birth

16/11/1972

Academic Curriculum

Degree in Management from Universidade do Porto, Faculty of Economics
Postgraduate Diploma in Tax Law - University of Coimbra
MBA - Porto Business School

Professional experience

1995-1996	Analyst in the Credit Risk Analysis and Control Department of BNC - Banco Nacional de Crédito
1996-1999	Team Manager in the Audit Department - PricewaterhouseCoopers.
1997-2001	Lecturer of the disciplines of Analytic Accounting and Management Control in the Business Development course of the Catholic University of Portugal - Braga Regional Centre
1999-2001	Financial Director - Grundig Auto Rádios Portugal
2002-2006	Administrative and Financial Director - Grupo Amorim
2006-2020	Chair of the Board of Directors - Santoro Financial Holding, SGPS, S.A
2006-2020	Chair of the Board of Directors - Fidequity – Serviços de Gestão, S.A
2009-2020	Member of the Board of Directors - NOS, SGPS, S.A
2009-2021	Member of the Board of Directors - Kento Holding Limited
2011-2017	Member of the Audit and Internal Control Committee - Banco BPI, S.A
2013-2017	Member of the Board of Directors - Banco BPI, S.A
2013-2020	Lecturer - Executive MBA at Porto Business School
2015-2020	Chair of the Board of Directors - Efacec Power Solutions, SGPS, S.A
2017-2020	Chair of the Board of Directors - BFA - Banco Fomento Angola

Positions held in other companies

Member of the Board of Directors - ZOPT SGPS, S.A.
Manager of PTCG - Consultoria de Gestão, Lda.

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NUMBER OF SHARES IN THE COMPANY HELD BY PROPOSED MEMBERS

José Fernando Oliveira de Almeida Côrte-Real	0
Mário Filipe Moreira Leite da Silva	0