



**REGULATION
ON THE NOTIFICATION OF IRREGULARITIES
(WHISTLEBLOWING)
NOS, SGPS, S.A.**

(Approved on 24 February 2022)



Article 1.

Purpose

1. NOS, SGPS, S.A. ("NOS" or "Company") hereby adopts this Regulation, whose purpose is to establish a set of internal procedures and rules for receiving, recording and handling irregularities reported to the Company, in accordance with applicable legal and regulatory provisions in force at any given time, together with the rules, principles and values laid out in the NOS Code of Ethics.
2. In pursuit of this objective, irregularities reported pursuant to this Regulation shall be submitted to a system which is effective, expeditious and appropriate for their detection, investigation and resolution in accordance with the highest ethical principles recognised by the Company, with the principles of confidentiality and non-retaliation to be followed in the relationship with the authors of the report, as well as in relations with other persons and third parties, including legal entities, who assist or are connected with the whistleblower.

Article 2

Scope

1. This Regulation sets out the rules for receiving, recording and handling notifications of evidence of irregularities occurring at NOS or at any of the Group's companies.
2. For the purpose of this Regulation, "Irregularities" are acts or omissions, committed maliciously or negligently, which are foreseen and described in Article 2(1) of Law no. 93/2021 of 20 December, as well as in Article 3 of Decree-Law no. 109-E/2021, namely in the following areas:
 - a. Public procurement;
 - b. Accounting, internal accounting controls and auditing;
 - c. Protection of the environment;
 - d. Protection of privacy and personal data and information network and systems security;
 - e. Prevention of corruption and related offences



3. This Regulation shall not preclude or replace the reporting obligations provided for by criminal law and by procedural criminal law.
4. For the purposes of the provisions of number one of this Article, companies in a control or group relationship with NOS, pursuant to Article 21 of the Portuguese Securities Code or any other code superseding it, shall be considered as belonging to the Group.

Article 3

Whistleblowers

For the purpose of this Regulation, the following natural persons who report a violation in good faith on the basis of information obtained in the course of their professional activity shall be considered to be whistleblowers, namely:

- a. Shareholders and members of the management and supervisory bodies of Group companies, as well as all their employees (information that may have been obtained during a professional relationship since terminated or during the recruitment process);
- b. Service providers, contractors, subcontractors and suppliers who have commercial or contractual relations with Group companies (information that may have been obtained at any stage of the negotiation process).

Article 4

Confidentiality

1. Any reporting of irregularities under this Regulation shall be treated as confidential, unless expressly and unequivocally requested otherwise by the whistleblower. Anonymous complaints will only be accepted and handled if they provide sufficiently concrete facts to enable the investigation of the complaint in question.
2. Access to information regarding the notification of any irregularity is only allowed to the members of NOS' bodies, committees or internal units responsible for receiving and handling the reports made under this Regulation.



Article 5

Prohibition against retaliation and guarantees for whistleblowers

1. The Company may not dismiss, discriminate against, threaten, suspend, reprimand, withhold or suspend the payment of salaries and/or benefits, demote, transfer or otherwise take any disciplinary or retaliatory action related to the terms and conditions of an employment agreement or other contractual relationship in place with a whistleblower, insofar as the latter has reported an irregularity or provided any information or assistance in connection with the investigation of the reported irregularities, and shall be entitled to their legally protected rights of defence, provided that such report is made in good faith and with a reasonable basis to believe that the information is true.
2. Subject to the provisions of the above paragraph, the conduct of those reporting, falsely or in bad faith, evidence of irregularities, together with the disregard for the duty of confidentiality associated with the report, shall constitute an infraction subject, as applicable, to appropriate and proportional disciplinary sanctions or penalties or termination of contract, notwithstanding any civil and/or criminal liability that may apply to the perpetrator of this conduct.
3. Whistleblowers who report irregularities shall have the right to access, correct (inaccurate, incomplete or erroneous data) and delete the data provided by them, except when conflicting with prevailing rights, using the reporting methods referred to in the Article below.
4. Whistleblowers are also guaranteed the right to access information on reported facts concerning them, except where they conflict with prevailing rights.

Article 6

Receipt, recording and handling of whistleblowing

1. Any evidence of irregularities should be reported in writing, marked as "confidential", by letter to the postal address set up exclusively for this purpose (Apartado 4035, Loja CTT Senhora da Hora, 4461-901 Senhora da Hora), or by email to comunicar.irregularidades@nos.pt, the chosen reporting method being at the whistleblower's discretion.
2. Reports received are subject to registration, and must contain:
 - a. Identification number;



- b. Date of receipt;
 - c. Brief description of the nature of the report;
And, where applicable:
 - d. Measures taken with regard to the report;
 - e. Status of case.
3. Records of reports received shall be kept up-to-date at all times.
 4. The whistleblower shall be notified within seven days of the receipt of the complaint, informing him/her of the requirements, the competent authorities and the form and admissibility of the external complaint, in accordance with Article 7(2) and Articles 12 and 14 of Law No. 93/2021 of 20 December.
 5. Once recorded, reports shall undergo a preliminary analysis to certify their degree of credibility, the irregular nature of the conduct reported, the viability of the investigation and the identities of the persons involved or persons requiring cross-checking or questioning due to their knowledge of relevant facts.
 6. The preliminary analytical report should decide on whether or not to proceed with the investigation; as such, if the Statutory Audit Board believes that the report lacks consistency, seriousness or truthfulness, it should shelve the report, provide a summary of the reasons to the author of the report, and provide statistical information about the case, and immediately destroy the personal data involved, unless the whistleblower is, in exceptional circumstances, anonymous.
 7. If the notification is deemed to be consistent, plausible and credible, an investigation process shall be initiated, conducted and supervised by the competent authority, depending on the topic.
 8. Once the investigation phase provided for in the preceding paragraph has been concluded, a duly substantiated report on the facts found during the investigation and the respective decision shall be prepared and submitted to the competent entities for the purpose.
 9. If deemed necessary and appropriate, according to the type and nature of the violation, this shall be reported to the competent authorities, namely those listed in Article 12(1) of Law No. 93/2021, of 20 December.



10. The whistleblower must be informed within three months from the date of receipt of the report, of the measures envisaged or taken to follow up on the report and their reasons.
11. All reports resulting in disciplinary or legal proceedings, together with all information collected during the investigations, shall be kept in an information system until the completion of the proceedings.
12. All reports not resulting in disciplinary or legal proceedings, together with all information collected during their investigations, except when required otherwise under legal or regulatory obligations, shall be destroyed within 5 years of the decision to investigate referred to in paragraph 7 of this Article.
13. The NOS Internal Auditors will assist in the exercise of the competences set out in this Regulation. Whenever deemed necessary, external auditors or other experts may be contracted to assist in the investigation, especially when the matters involved so justify.
14. Whenever deemed necessary for the fulfilment of the provisions of this Regulation, any person whose interviews are relevant to the investigation of the report may be interviewed.

Article 7

Effectiveness

This Regulation shall enter into effect immediately after its approval.