ZON OPTIMUS, SGPS, S.A.
Public Company
Registered Office: Rua Ator António Silva 9 – Campo Grande. 1600-404 Lisbon
Share Capital: 5,151,613.80 Euros
Registered in the Commercial Registry Office of Lisbon
and Corporation no. 504 453 513

ANNOUNCEMENT

Lisbon, 27 August 2013 – ZON OPTIMUS SGPS, S.A.(“ZON OPTIMUS” or the “Company”) hereby informs that the commercial registry of the merger between ZON Multimédia – Serviços de Telecomunicações e Multimédia, SGPS, S.A. (“ZON”) and Optimus – SGPS, S.A. (“OPTIMUS”) was completed today, following the Merger Project approved by both companies’ Extraordinary Shareholder Meetings, held on 7 March 2013 (“Merger”) and the completion of the conditions that the Merger was subject to.

In this regard, the Company hereby informs also that it received an announcement today from its shareholders “Kento Holding Limited” and “Unitel International Holdings, B.V.” related to the effectiveness of the Portuguese Securities and Exchange Commission’s deliberation to approve the request to waiver the obligation to launch a mandatory takeover bid for ZON OPTIMUS, as reflected in the document attached to this statement.

The Merger assumed the form of a merger by incorporation, which implied the transfer of all of OPTIMUS’ assets and liabilities, as the absorbed company, into ZON – now ZON OPTIMUS – as the absorbing company.

The Merger also implied: (i) a capital increase at the Company of 3,090,968.28 euros to 5,151,613.80 euros through issuance of 206,064,552 new shares which will be delivered to the shareholders of the absorbed company; (ii) a change in the name of the Company to ZON OPTIMUS, SGPS, S.A; and (iii) the respective changes to the Company statutes. Commercial registry of these changes was also completed today.

This information is also available on ZON OPTIMUS’ Investor Relations website in www.zon.pt/ir.

Lisbon, 27 August 2013

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Assunto: Demoração do dever de lançamento de oferta pública de aquisição obrigatória sobre a ZON Multimédia – Serviços de Telecomunicações e Multimédia, SGPS, S.A., nos termos da alínea c) do n.º 1 do art.º 186.º do Código dos Valores Mobiliários – verificação das condições e produção de efeitos

Exmus. Senhores,

A Comissão do Mercado de Valores Mobiliários vem, por referência à deliberação de deferimento do pedido de declaração de demoração do dever de lançamento de oferta pública de aquisição datada de 18 de abril de 2013, comunicar a V. Exas, que na sequência do processo de registo comercial da fusão entre a ZON Multimédia – Serviços de Telecomunicações e Multimédia, SGPS, S.A. e a Optimus – SGPS, S.A., informar que, não se tendo verificado quaisquer alterações, designadamente, ao nível

(a) dos últimos beneficial owners da ZOPT SGPS, SA (que continuam a ser o Eng.º Belmiro Mendes de Azevedo e a Eng.ª Isabel dos Santos),

(b) das participações acionais detidas pela Sonae.com, SGPS, S.A., pela Kento Holding Limited e pela Unitel International Holdings, B.V. na ZOPT (respectivamente, de 60%, 17,36% e 32,65%), nem

(c) dos documentos disponibilizados em momento anterior à decisão do deferimento, considera que se mantém os pressupostos em que se baseou a referida demoração, produzindo a mesma plenos efeitos a partir da presente data.

Dos termos da presente demoração deverá ser informada a ZON Multimédia – Serviços de Telecomunicações e Multimédia, SGPS, S.A. para que proceda à sua divulgação ao mercado.

Com os melhores cumprimentos,

[Assinaturas]

Juliano Ferreira
Jurista

Miguel Namorado Rosa
Ditector
Subject: Derogation of the obligation to launch a mandatory takeover bid over ZON Multimédia – Serviços de Telecomunicações e Multimédia, S.G.P.S., S.A., pursuant to Article 189, paragraph 1, subparagraph c) of the Portuguese Securities Code – completion of conditions and production of effects

Dear Sirs,

With reference to the resolution deferring the request for derogation of the obligation to launch a mandatory takeover bid dated 18 April 2013, the Portuguese Securities Market Commission hereby informs you that, following the commercial registry process of the merger between ZON Multimédia – Serviços de Telecomunicações e Multimédia, SGPS., S.A. and Optimus – SGPS, S.A., and given that there were not any changes, namely regarding:

a) the ultimate beneficial owners of ZOPT SGPS, S.A. (which continue to be Mr. Belmiro Mendes de Azevedo and Mrs. Isabel dos Santos),

b) the shareholdings held by Sonaecom, SGPS, S.A., by Kento Holding Limited and Unitel International Holdings, B.V. in ZOPT (respectively 50%, 17.35% and 32.65%),

c) the documents made available prior to the deferral decision,

it considers that the assumptions on which the referred derogation was based on have been maintained, said derogation becoming fully effective as from the date hereof.

ZON Multimédia – Serviços de Telecomunicações e Multimédia, SGPS., S.A. should be informed of the terms of this derogation so that it may proceed with its market disclosure.

Best regards,

Juliano Ferreira
Legal Advisor

Miguel Namorado Rosa
Director