

ZOPT, SGPS, S.A.

To NOS, SGPS, S.A.

To the attention of the

Chairman of the Board of the General

Meeting of NOS, SGPS, S.A.

("NOS" or "Company")

Annual General Meeting of Shareholders dated 19 June 2020

SHAREHOLDER PROPOSAL

AGENDA ITEM 9

(To approve the election of one member to the Remuneration Committee for the current term of office (2019/2021))

Whereas:

- A) Pursuant to article 10 (6) of the company's articles of association, the members of the corporate and other company boards provided for therein hold their positions for three calendar years, subject to renewal, with the calendar year of their appointment counting as one full year;
- B) The 2019-2021 term of office of the corporate boards is currently in progress.
- C) On this date, the Chairman of the Remuneration Committee, Ângelo Gabriel Ribeirinho dos Santos Paupério, has submitted his resignation, which will be effective with his replacement;
- D) The election of a new Remuneration Committee member to fill the open position for the remainder of the current term of office is considered to be in the company's best interest;

ZOPT, SGPS, S.A.

- E) Pursuant to article 14 (2) of the company's articles association, the General Meeting of Shareholders is responsible for electing a Remuneration Committee.

It is proposed:

1. To approve that José Fernando Oliveira de Almeida Côte-Real be elected to fill the open position following the resignation submitted by the Chairman of the Remuneration Committee, Ângelo Gabriel Ribeirinho dos Santos Paupério, to complete to the current 2019-2021 term of office, since the new proposed member is believed to have the profile and knowledge suited to this position;
2. The remuneration of the member shall correspond to a gross annual amount of 15,000 euros.

Attached to this proposal is the information required under article 289 (1d) of the Commercial Companies Code for corporate board members, namely the *curriculum vitae*, indicating their qualifications and professional pursuits over the past five years, together with the number of company shares owned, if applicable. Also attached is a justification of the suitability of the respective profile, knowledge and *curriculum vitae* vis-à-vis the position to be held by each of the proposed persons.

Lisbon, 25 May 2020

The Shareholder