



## **NOTICE TO CONVENE AND PREPARATORY INFORMATION**

### **ANNUAL GENERAL MEETING 21 APRIL 2022**

**CTT – Correios de Portugal, S.A.**  
Av. D. João II, 13, 1999-001 Lisboa  
Sole registration and taxpayer number with the C.R.O. of Lisboa 500 077 568  
Share capital €75,000,000.00

**Annual General Meeting  
21 April 2022**

**Table of Contents**

Notice to Convene -----	Page 3
Forms -----	Page 10
Proposal for Item 1 -----	Page 15
Proposal for Item 2 -----	Page 16
Proposal for Item 3 -----	Page 18
Proposal for Item 4 -----	Page 19
Proposal for Item 5 -----	Page 23
Corporate Bodies -----	Page 25
Shares and Voting Rights -----	Page 32



## NOTICE TO CONVENE

### CTT'S ANNUAL SHAREHOLDERS GENERAL MEETING

As provided for by law and the Articles of Association, the Shareholders of CTT - Correios de Portugal, S.A. ("CTT" or "Company"), with registered office at Avenida D. João II, no. 13, 1999-001 Lisboa, with the sole registration and taxpayer number with the Commercial Registry Office of 500 077 568 and the share capital of €75,000,000.00 (the "Company" or "CTT"), are hereby called to convene at the Annual General Meeting on **21 April 2022** at **10:00 a.m. (GMT), in person**, at the **Fundação Portuguesa das Comunicações, Rua do Instituto Industrial, no. 16, in Lisbon**, given that the registered office does not provide suitable accommodations for the meeting, or **by telematic means through a webcast remote communication system**, under the terms described in this Notice to Convene, with the following agenda:

- Item One:** To resolve on the 2021 financial statements, including the management report, the individual and consolidated accounts, the corporate governance report (that includes the report on remuneration), non-financial information, including sustainability, and other corporate, supervisory and audit information documents, which form the Integrated Report.
- Item Two:** To resolve on the profit allocation proposal for the 2021 financial year.
- Item Three:** To generally appraise the Company's management and supervision.
- Item Four:** To resolve on the granting of authorization to the Board of Directors for the acquisition and transfer of own shares by the Company and by its subsidiaries.
- Item Five:** To resolve on a reduction in share capital of up to 2,325,000 Euros for the purpose of releasing excess capital, by means of cancellation of up to 4.650.000 shares representing up to 3.1% of the share capital already acquired or to be acquired in connection with a share buyback programme, as well as on related reserves, and on the corresponding amendment to paragraphs 1 and 2 of article 4 of the Articles of Association.

From the date of publication of this Notice to Convene, the resolution proposals to be presented to the General Meeting, including namely the financial reporting documents, the Articles of Association of the Company and further preparatory information required by law for the General Meeting (namely, as provided for in article 289(1) of the Portuguese Companies Code and article 21-J(1) of the Portuguese Securities Code) are available to Shareholders for consultation at the Company's registered office, located at Av. D. João II, 13, parish of Parque das Nações, 1999-001 Lisboa, **by appointment to be requested to the e-mail [assembleiageral@ctt.pt](mailto:assembleiageral@ctt.pt)**, as well as on the Company's website at [www.ctt.pt](http://www.ctt.pt) and on the Portuguese Securities Market Commission's website at [www.cmvm.pt](http://www.cmvm.pt).

If the General Meeting cannot deliberate on any of the items on the agenda on the first call for lack of quorum, a second meeting date is hereby set for deliberating on these items, **May 30, 2022**, at the same place, at the same time and in the same format, in which case the General Meeting may deliberate on such items with the Shareholders then present or represented.



## Participation and voting requirements, as provided by law and the Articles of Association

As provided for in article 7 of CTT'S Articles of Association:

- a) The General Assembly is made up by Shareholders with voting rights. Any other persons authorized or invited by the Chairman of the Board of the General Meeting of Shareholders may attend the meeting.
- b) To each share corresponds one vote.
- c) Shareholders that, on the record date, which is **00:00 a.m. (GMT) of 12 April 2022** ("Record Date") and which is the fifth trading day prior to the date of the General Meeting, hold shares granting them, by law and the Articles of Association, at least one vote, are entitled to participate in the General Meeting and intervene and vote therein.
- d) The exercise of the right to participate, intervene and vote at the General Meeting is not affected by the transfer of the shares after the Record Date, nor does it depend on said shares being blocked between that date and the date of the General Meeting.
- e) The Shareholders who have stated their intention to participate in the General Meeting, as described below, and transfer the ownership of shares between the Record Date and the end of the General Meeting, must immediately report said transfer to the Chairman of the Board of the General Meeting and to the Portuguese Securities Market Commission, and this will not affect the exercise of their right to participate and vote in the General Meeting.
- f) Shareholders intending to participate in the General Meeting must so state, in writing, to the financial intermediary where their individual securities account is open, at the latest, **by 11:59 p.m. (GMT) of 11 April 2022** and may use, for such purpose, the form available at the Company's registered office and on the website at [www.ctt.pt](http://www.ctt.pt).
- g) The financial intermediaries that are informed of their clients' intention to participate in the General Meeting shall send to the Chairman of the Board of the General Meeting **by 11:59 p.m. (GMT) of 12 April 2022**, i.e. until the end of the Record Date, information on the number of shares registered under the client's name with reference to the Record Date.
- h) The Shareholders that, in a professional capacity, hold shares under their name, but on behalf of clients, may vote differently with their shares, provided that, in addition to the statement of participation and the information from the respective financial intermediary referenced above, they provide the Chairman of the Board of the General Meeting, **by 11:59 p.m. (GMT) of 12 April 2022**, sufficient and reasonable evidence of: a) the identification of each client and the number of shares voting on his/her/its behalf; and b) the specific voting instructions for each item on the agenda, given by each client.
- i) The communications to be addressed to the Chairman of the Board of CTT Shareholders' General Meeting, Mr. Pedro Rebelo de Sousa, referred to throughout the present Notice to Convene, **should be made through the postal or electronic mail addresses shown at the end of the Notice to Convene.**



### Shareholders Representation

- j) Shareholders may be represented in the General Meeting pursuant to article 380 of the Portuguese Companies Code and article 23 of the Portuguese Securities Code. A signed letter addressed to the Chairman of the Board of the General Meeting shall be deemed a sufficient representation document.
- k) Without prejudice to the unity of vote established in article 385 of the Portuguese Companies Code, any Shareholder may appoint different representatives in respect of shares held in different securities accounts.
- l) The letters of representation of Shareholders referenced in the previous paragraph and letters of Shareholders that are legal entities stating the name of the person who will represent them must be addressed to the Chairman of the Board of the General Meeting, **so that he receives it by 05:00 p.m. (GMT) of 18 April 2022**. Shareholders may use the form available at the Company's registered office and on the website at [www.ctt.pt](http://www.ctt.pt).

### Voting by correspondence

- m) Shareholders with voting rights as referred to above may, in accordance with article 22 of the Portuguese Securities Code, exercise these by correspondence (e-mail or registered mail), by sending a ballot paper duly signed, where unequivocally it is expressed their vote in relation to each of the items on the agenda of the General Meeting.
- n) Ballot paper is available at the website [www.ctt.pt](http://www.ctt.pt).
- o) Alternatively, the ballot paper may be requested by means of a communication, prepared in accordance with the model available on the Company's website, at [www.ctt.pt](http://www.ctt.pt), to be sent to the Chairman of the Board of the General Meeting, so that he receives it **by 05:00 p.m. (GMT) of 12 April 2022**.
- p) The completed and signed ballot paper must be sent to the Chairman of the Board of the General Meeting, so that he receives it **by 05:00 p.m. (GMT) of 18 April 2022**.
- q) Both the requests for ballot papers as defined in sub-paragraph o), and the votes cast in this way shall, in the case of legal persons, be sent with a certified signature or, alternatively, with a legible copy of the identification document of the representative(s) signing the communication and of a document attesting such capacity (this document may be replaced by the sending of the code for access to the online permanent certificate of the legal person being represented if registered in Portugal) and in the case of individuals, with a non-certified signature accompanied by a legible copy of the respective identification document.
- r) When voting by correspondence sent by e-mail, as defined in sub-paragraph m), the Company will send electronic confirmation of receipt of the votes to the person who sent them, under the terms of article 22-A of the Portuguese Securities Code.
- s) The authenticity and regularity of the votes exercised by correspondence (e-mail or registered mail) are verified by the Chairman of the Board of the General Meeting, their confidentiality being ensured until the moment of the voting on the day the General Assembly is held.



- t) Shareholders or their representatives who have exercised their vote by correspondence (e-mail or registered mail) and wish to change or revoke the vote previously cast, may only do so by attending the General Meeting in person.
- u) Votes corresponding to ballots in which no vote is indicated in relation to one or more items on the agenda will be considered as abstaining votes.

### **Voting by electronic means**

- v) Shareholders with voting rights, as described above, may also exercise such rights by electronic means, **before or during the General Meeting**, through the electronic voting platform at the website [www.ctt.pt](http://www.ctt.pt), under the terms and conditions described thereto.
- w) For this purpose, Shareholders must send to the Chairman of the Board of the General Meeting, so that he receives it **by 05:00 p.m. (GMT) of 12 April 2022**, the Record Date, a communication, prepared in accordance with the model available on the website [www.ctt.pt](http://www.ctt.pt), containing a **valid electronic mail address** to allow the Company to send an access key to the electronic voting platform.
- x) This communication, shall, in the case of legal persons, be sent with a certified signature or, alternatively, with a legible copy of the identification document of the representative(s) signing the communication and of a document attesting such capacity (this document may be replaced by the sending of the code for access to the online permanent certificate of the legal person being represented if registered in Portugal) and in the case of individuals, with a non-certified signature accompanied by a legible copy of the respective identification document.
- y) Once the (i) communication referred to in paragraph w) above and (ii) the declaration(s) of ownership of the shares sent by the financial intermediary are received **by 11:59 p.m. (GMT) of 12 April 2022**, a message will be sent to the email address provided in the communication, with the link, username, and access key to the electronic voting platform. **If the Shareholder, or his/her representative, seeks access with an email address different from the one previously provided, access to the electronic voting platform will be denied.**
- z) The platform will be made available for Shareholders or their representatives to vote in advance **from 00:00 a.m. of 13 April 2022, until 11:59 p.m. (GMT) of 18 April 2022**, and on the day of the General Meeting is held for Shareholders who participate in the meeting by telematic means and have not previously exercised their voting rights.
- aa) The exercise of voting rights by electronic means under the terms referred to in sub-paragraph z) by Shareholders or their representatives must be carried out on all items on the agenda, otherwise it will be considered as an abstention vote.
- bb) Shareholders or their representatives who have exercised the anticipated electronic vote and wish to change or revoke the vote previously cast, may only do so in person at the General Meeting.
- cc) Under the terms of article 22-A of the Portuguese Securities Code, once the anticipated electronic vote has been submitted, the Shareholder will receive an automatic confirmation sent through the electronic



voting platform to the email address indicated by the Shareholder. The Shareholder may also obtain proof of the electronic vote submission on the said platform.

### **Participation by telematic means and voting during the General Meeting**

- dd) Since this General Meeting **is also being held by electronic means** and in order to ensure the full exercise of Shareholders' rights under adequate conditions of security and authenticity, all Shareholders or their representatives intending to participate in the General Meeting by electronic means and exercise, during the Meeting, their voting rights by electronic means, must be qualified for that purpose according to the referred in sub-paragraphs w) and y) above and vote at the meeting with the credentials provided.
- ee) Participation and voting will be ensured through the electronic voting platform available on the website [www.ctt.pt](http://www.ctt.pt) by which it will be given direct access to a **webcast remote communication system**.
- ff) All shareholders or representatives who are duly qualified and entitled to do so under the terms of this Notice to Convene, and who have exercised their voting rights in advance, whether by correspondence (e-mail or registered mail), or by electronic means, may attend the General Meeting by telematic means, through a **webcast remote communication system available on the website [www.ctt.pt](http://www.ctt.pt)**, and ask questions on matters included on the agenda that they wish to see answered at the meeting.
- gg) All Shareholders or representatives who are duly qualified and entitled to attend the General Meeting under the terms described in this Notice to Convene, but only wish to attend the General Meeting by electronic means without exercising their voting rights, must send to the Chairman of the Board of the General Meeting, so that he receives it between **00:00 a.m. (GMT) of 19 April 2022 and 05:00 p.m. of 20 April 2022**, a communication, prepared in accordance with the model available on the website [www.ctt.pt](http://www.ctt.pt), containing a valid electronic e-mail address which enables the sending by the Company of an access key to the aforementioned **webcast remote communication system**.

### **Voting Scrutiny**

- hh) It is clarified that the physical presence at the General Meeting of Shareholders or representatives who have previously exercised their right to vote by correspondence (e-mail or registered mail) or by electronic means, will determine **the revocation of the vote previously cast**.
- ii) The electronic voting platform should only be accessed by Shareholders or representatives who wish to vote for the first time in relation to each item on the agenda.
- jj) It is further clarified that votes cast by correspondence (e-mail or registered mail) or by electronic means shall be considered as negative votes in relation to **proposals for resolution that are presented after the respective issuance**, without prejudice to the faculty of voting during the meeting in relation to proposals, that may be disclosed in the meantime, which are presented within the time limits indicated in this Notice to Convene.
- kk) Votes cast either by correspondence (e-mail or registered mail) or by electronic means, under the terms referred to above, will be considered at the **time of the voting scrutiny** for each of the items on the agenda



under analysis and discussion on the day of the General Meeting, 21 April 2022, and together with the votes that may be cast in person during the course of the General Meeting.

- ll) The voting **results** will be announced item by item during the General Meeting.

### **Shareholders Rights**

- mm) Any Shareholder(s) that own(s) shares representing, at least, 2% (two per cent) of the share capital may request the inclusion of items on the agenda and/or the inclusion of resolution proposals relating to items referenced in the Notice to Convene or added thereto, by a written request addressed to the Chairman of the Board of the General Meeting **within 5 days from the date of publication of the Notice to Convene, together with a document evidencing the ownership of said percentage of the share capital and a resolution proposal for each item** whose inclusion is requested and/or with any information that should be submitted with the resolution proposal.
- nn) During the General Meeting to be held on 21 April 2022, any Shareholder or representative may request, **in person** or, in the case of attendance through telematic means, through the **webcast remote communication system** of the General Meeting, that true, complete and elucidative information be provided to him/her, allowing him/her to form a grounded opinion on the matters subject to resolution. Nevertheless, and in order to expedite the proceedings of such meeting, **Shareholders intending to obtain such information are hereby encouraged to request it from the date of publication of this Notice to Convene until 11:59 p.m. (GMT) of 18 April 2022, through the postal or e-mail address shown at the end of this Notice to Convene.**
- oo) The requested information shall be provided by the corporate body of the Company qualified to do so and may be refused if its disclosure could cause serious loss to the Company or to any affiliated company, or a breach of confidentiality duties imposed by law. The Company's website at [www.ctt.pt](http://www.ctt.pt) will make available the information requests made under the terms previously mentioned.

### **Personal Data**

- pp) The personal data of Shareholders or their representatives communicated to CTT will be used exclusively for the holding and management of CTT's General Meeting to be held on 21 April 2022.
- qq) Given that the running of the General Meeting will also be held through telematic means what implies sound and image recording, CTT assumes that Shareholders and representatives consent to the collection and processing of personal data when they access the webcast remote communication system of the General Meeting.
- rr) Personal data shall be collected and processed by CTT with a view to the normal running of the General Meeting, underpinning, inter alia, the interventions, voting declarations of Shareholders and their representatives, and the preparation of attendance lists, in strict compliance with the General Data Protection Regulation, and shall be kept for a maximum period of 30 days after collection or in accordance with any legal obligation that determines the extension of this period.





ss) The data subject shall be granted the rights of access, rectification, erasure, restriction and objection to the processing, for which purpose the request shall be addressed to CTT's Data Protection Officer, through the e-mail [secretariageral@ctt.pt](mailto:secretariageral@ctt.pt) or at Av. D. João II, 13, 12.<sup>o</sup> - 1999-001 LISBOA, PORTUGAL.

Mr. Pedro Miguel Duarte Rebelo de Sousa – Chairman of the Board of CTT's General Meeting:

Registered Office: Av. D. João II, no. 13, 12.<sup>o</sup> - 1999-001 LISBOA, PORTUGAL

Telephone: + 351 210 471 826

Fax: + 351 210 471 994

E-mail: [assembleiageral@ctt.pt](mailto:assembleiageral@ctt.pt)

Company website: [www.ctt.pt](http://www.ctt.pt)

Lisboa, 16 March 2022

The Chairman of the Board of the General Meeting

**(Mr. Pedro Miguel Duarte Rebelo de Sousa)**

*(Illegible signature)*



**STATEMENT OF INTENTION TO PARTICIPATE <sup>1</sup>**

Dear Sir  
[Financial Intermediary] <sup>2</sup>

**SUBJECT: ANNUAL GENERAL MEETING OF 21 APRIL 2022**

Full name / corporate name: -----  
-----

Tax identification number / corporate identification number-----

Address or registered office: -----

Telephone: ----- E-mail: -----

The Shareholder identified above, in his/her/its capacity as holder of \_\_\_\_\_ shares in CTT – Correios de Portugal, S.A. (“CTT”), hereby states, under the terms and for the purposes of article 23-C(3) of the Portuguese Securities Code, his/her/its intention to participate in CTT’s Annual General Meeting called for **21 April 2022**.

For this purpose, the Shareholder requests you to submit to the Chairman of the Board of CTT’s General Meeting **by 11:59 p.m. (GMT) of 12 April 2022** to the postal or e-mail addresses indicated at the end of the Notice to Convene, published on the website [www.ctt.pt](http://www.ctt.pt), information on the number of shares representing CTT’s share capital that are registered under the Shareholder’s name in the respective individual securities account, with reference to the record date corresponding to **00:00 a.m. (GMT) of 12 April 2022**.

Yours faithfully,

-----, \_\_\_/\_\_\_/-----

----- <sup>3</sup>  
(Signature(s))

<sup>1</sup> The present statement must be received by the Financial Intermediary **by 11:59 p.m. (GMT) of 11 April 2022**.

<sup>2</sup> To provide the corporate name and full address of the Financial Intermediary.

<sup>3</sup> To provide signature identical to the signature registered with the respective Financial Intermediary.



## REPRESENTATION LETTER <sup>1</sup>

Dear Sir  
Chairman of the Board of the General Meeting of  
CTT – Correios de Portugal, S.A.  
Av. D. João II, 13, 12.º  
1999-001 LISBOA

### SUBJECT: ANNUAL GENERAL MEETING OF 21 APRIL 2022

Full name / corporate name: -----  
-----

Tax identification number / corporate identification number -----

Address or registered office: -----

Telephone: ----- E-mail: -----

in his/her/its capacity as Shareholder of CTT – Correios de Portugal, S.A. (“CTT”), holder of \_\_\_\_\_ shares of that Company, registered in the account no. \_\_\_\_\_, with the Financial Intermediary \_\_\_\_\_, appoints as his/her/its representative at CTT’s Annual General Meeting, called for **21 April 2022**, Mr./Mrs. -----

with the identification number \_\_\_\_\_, to whom he/she/it confers the necessary powers to propose, discuss, resolve, and vote, as deemed convenient, on all matters discussed included in the Agenda of that General Meeting, as well as all matters that may arise in the course of the General Meeting due to unforeseen circumstances.

Yours faithfully,

-----, \_\_\_/\_\_\_/-----

-----<sup>2</sup>  
(Signature(s))

<sup>1</sup> The Representation Letter must be received by the Chairman of the Board of the General Meeting by **05:00 p.m. (GMT) of 18 April 2022**.

<sup>2</sup> Signature(s). **For individuals, their signature must be the same as on a suitable identification document – ID card, citizen card, passport or equivalent identification document**, and the Shareholder shall attach a photocopy thereof. **For legal entities, the signature(s) shall be certified as to the capacity and powers for the representation act** or, alternatively by attaching a legible copy of the identification document of the representative(s) signing the communication and of a document attesting such capacity (this document may be replaced by the sending of the code for access to the online permanent certificate of the legal person being represented, if registered in Portugal).



**COMMUNICATION REQUESTING THE BALLOT FOR VOTING BY CORRESPONDENCE <sup>1</sup>**

(The voting ballot may also be obtained from the CTT’s website at [www.ctt.pt](http://www.ctt.pt), in which case sending this communication is not necessary)

Dear Sir,  
Chairman of the Board of the General Meeting of  
CTT – Correios de Portugal, S.A.  
Av. D. João II, 13, 12.<sup>o</sup>  
1999-001 LISBOA

**SUBJECT: ANNUAL GENERAL MEETING OF 21 APRIL 2022**

Full name / corporate name: -----  
-----  
Tax identification number / corporate identification number-----  
Address or registered office: -----  
Telephone: ----- E-mail: -----

in his/her/its capacity as Shareholder of CTT – Correios de Portugal, S.A. (“CTT”), holder of ----- shares of that Company, registered in the account no. -----, with the Financial Intermediary -----, hereby states his/her/its intention to exercise the right to vote by correspondence (e-mail or registered mail) at CTT’s Annual General Meeting, called for **21 April 2022**, and requests that the voting ballot, is sent to the abovementioned e-mail or postal address.

Yours faithfully,

-----/-----/-----

-----<sup>2</sup>  
(Signature(s))

<sup>1</sup> The communication must be received by the Chairman of the Board of the General Meeting by **05:00 p.m. (GMT) of 12 April 2022**.

<sup>2</sup> Signature(s). For **individuals, their signature must be the same as on a suitable identification document – ID card, citizen card, passport or equivalent identification document**, and the Shareholder shall attach a photocopy thereof. For **legal entities, the signature(s) shall be certified as to the capacity and powers for the representation act** or, alternatively by attaching a legible copy of the identification document of the representative(s) signing the communication and of a document attesting such capacity (this document may be replaced by the sending of the code for access to the online permanent certificate of the legal person being represented, if registered in Portugal).



**COMMUNICATION REQUEST TO PARTICIPATE AND /OR VOTE BY ELECTRONIC MEANS <sup>1</sup>**

Dear Sir  
Chairman of the Board of the General Meeting of  
CTT – Correios de Portugal, S.A.  
Av. D. João II, n.º 13, 12.º  
1999-001 LISBOA

**SUBJECT: ANNUAL GENERAL MEETING OF 21 APRIL 2022**

Full name / corporate name: -----  
-----  
Tax identification number / corporate identification number -----  
Address or registered office: -----  
Telephone: ----- E-mail: -----

in his/her/its capacity as Shareholder of CTT – Correios de Portugal, S.A. (“CTT”), holder of ----- shares of the referred Company, registered in the account no. -----, with the Financial Intermediary -----, hereby states his/her/its intention to participate and/or exercise the right to vote by electronic means, through the website [www.ctt.pt](http://www.ctt.pt) at CTT's Annual General Meeting called for **21 April 2022**.

Yours faithfully,

-----/-----/-----

-----<sup>2</sup>  
(Signature(s))

<sup>1</sup> This communication must be received by the Chairman of the Board of the General Meeting, **by 05:00 p.m. (GMT) of 12 April 2022, for the purpose of voting by telematic means**. To assist to the General Assembly by telematic means, without voting, this communication must be received by the Chairman of the Board of the General Meeting between **00:00 a.m. (GMT) on 19 April 2022 and 05:00 p.m. (GMT) of 20 April 2022**.

<sup>2</sup> Signature(s). **For individuals, their signature must be the same as on a suitable identification document** – ID card, citizen card, passport or equivalent identification document, and the Shareholder shall attach a photocopy thereof. **For legal entities, the signature(s) shall be certified as to the capacity and powers for the representation act** or, alternatively by attaching a legible copy of the identification document of the representative(s) signing the communication and of a document attesting such capacity (this document may be replaced by the sending of the code for access to the online permanent certificate of the legal person being represented, if registered in Portugal).



**VOTING BALLOT - VOTING BY CORRESPONDENCE <sup>1</sup>**  
**ANNUAL GENERAL MEETING OF 21 APRIL 2022**  
**CTT – Correios de Portugal, S.A.**

Full name / corporate name: \_\_\_\_\_  
\_\_\_\_\_  
Tax identification number / corporate identification number: \_\_\_\_\_  
Address or registered office: \_\_\_\_\_  
Telephone: \_\_\_\_\_  
E-mail: \_\_\_\_\_  
Financial Intermediary: \_\_\_\_\_

Please show your vote with an **X**

Agenda	In Favour	Abstain	Against
<b>Item One:</b> To resolve on the 2021 financial statements, including the management report, the individual and consolidated accounts, the corporate governance report (that includes the report on remuneration), non-financial information, including sustainability, and other corporate, supervisory and audit information documents, which form the Integrated Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Item Two:</b> To resolve on the profit allocation proposal for the 2021 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Item Three:</b> To generally appraise the Company's management and supervision	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Item Four:</b> To resolve on the granting of authorization to the Board of Directors for the acquisition and transfer of own shares by the Company and its subsidiaries	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Item Five:</b> To resolve on a reduction in share capital of up to 2.325.000 Euros for the purpose of releasing excess capital, by means of cancellation of up to 4.650.000 shares representing up to 3,1% of the share capital already acquired or to be acquired in connection with a share buyback program, as well as on related reserves, and on the corresponding amendment to paragraphs 1 and 2 of article 4 of the Articles of Association.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The vote cast in this Voting Ballot refers to the proposals made available at CTT's registered office and on the website at <a href="http://www.ctt.pt">www.ctt.pt</a> .			
_____ <sup>2</sup>			
Signature(s)			

<sup>1</sup> The Voting Ballot must be sent to the Chairman of the Board of CTT's General Meeting by **11:59 p.m. (GMT) of 18 April 2022 by registered mail** to Av. D. João II, n.º 13, 12.º, 1999-001 Lisboa or **electronic mail** to assembleiageral@ctt.pt.

<sup>2</sup> Signature(s). For **individuals, their signature must be the same as on a suitable identification document – ID card, citizen card, passport or equivalent identification document**, and the Shareholder shall attach a photocopy thereof. For **legal entities, the signature(s) shall be certified as to the capacity and powers for the representation act** or, alternatively by attaching a legible copy of the identification document of the representative(s) signing the communication and of a document attesting such capacity (this document may be replaced by the sending of the code for access to the online permanent certificate of the legal person being represented, if registered in Portugal).



#### **ITEM 1 OF THE AGENDA**

**To resolve on the 2021 financial statements, including the management report, the individual and consolidated accounts, the corporate governance report (that includes the report on remuneration), non-financial information, including sustainability, and other corporate, supervisory and audit information documents, which form the Integrated Report**

Under this item, CTT – Correios de Portugal, S.A.'s financial statements for the 2021 financial year, including the management report, the individual and consolidated accounts, the corporate governance report (that includes the report on remuneration), non-financial information, including sustainability, and other corporate, supervisory and audit information documents, which form the Integrated Report, issued/approved, as applicable, by the Company's Board of Directors, Audit Committee and the Statutory Auditor, are presented for approval to the Annual General Meeting, which are fully disclosed at CTT's registered office and at:

[https://www.ctt.pt/grupo-ctt/investidores/informacao-financeira/contas-consolidadas?language\\_id=1](https://www.ctt.pt/grupo-ctt/investidores/informacao-financeira/contas-consolidadas?language_id=1)



## ITEM 2 OF THE AGENDA

### To resolve on the profit allocation proposal for the 2021 financial year

The following proposal is hereby submitted for approval at the Annual General Meeting submitted by the Board of Directors of the Company:

“Under the terms of article 23 of the Articles of Association of CTT - Correios de Portugal, S.A. (“CTT” or “Company”), the annual net profit, duly approved, will be appropriated as follows:

- a) a minimum of 5% will be transferred to the legal reserve, until the required amount is reached;
- b) a percentage will be distributed to the shareholders as dividends and as decided by the General Meeting;
- c) the remaining amount will be appropriated as deliberated by the General Meeting in the interest of the Company.

Under the terms of article 295(1) of the Portuguese Companies Code (“PCC”), a minimum of 5% is intended for the constitution of the legal reserve and, if necessary, its reintegration until this reserve reaches 20% of the share capital. As the share capital is €75,000,000.00, 20% is calculated at €15,000,000.00, whereby the legal reserve as of 31 December 2021 corresponds to the minimum amount required by the Articles of Association and the PCC.

Pursuant to article 294(1) of the PCC, save for another bylaw provision or a resolution passed with a majority of 3/4 of the votes corresponding to the share capital in a General Meeting called for that purpose, half of the financial year’s distributable profits must be distributed to shareholders, as set out by law. CTT’s Articles of Association contain no provision contrary to the referenced legal provision.

Distributable profits are the financial year’s net profit after the constitution or increase of the legal reserve and after negative retained earnings have been covered, if applicable. As of 31 December 2021, the legal reserve is fully constituted and retained earnings are positive. For the financial year ended 31 December 2021, net profit for the year in the individual accounts amounted to €37,680,272.00.

Given the accounting rules in force, an amount of €3,618,283.00 is already reflected in the stated net profit regarding profit sharing with CTT employees and executive Board members.

Accordingly, and in compliance with the provisions applicable under the law and the Articles of Association, the Board of Directors proposes that:

- a) The net profit for the 2021 financial year, totaling €37,680,272.00, as per the individual financial statements, is allocated as follows:

Dividends*.....	€17,819,999.88
	(€0.12 per share)
Retained Earnings.....	€19,860,272.12





- b) A maximum amount of €3,618,283.00 (already considered in the individual financial statements) is allocated to CTT employees and executive Board members as profit sharing.

\* Excludes own shares held by the company (currently 1.500.001 own shares); in the event, at the payment date, that the number of own shares is changed, the total amount of the dividends is adjusted preserving the value of €0.12 per share.

Lisbon, 16 March 2022

The Board of Directors,  
*(Illegible signatures)*"



### ITEM 3 OF THE AGENDA

#### To generally appraise the Company's management and supervision

The following proposal is hereby submitted for approval at the Annual General Meeting submitted between 10 and 15 March 2022 by the following entities: Global Portfolio Investments, S.L., Manuel Champalimaud SGPS, S.A., Fidelidade – Companhia de Seguros, S.A. and Greenwood Builders Fund I, LP

- "A) Under article 376(1)(c) and article 455(1) of the Portuguese Companies Code, the Annual General Meeting should generally appraise the management and supervision of the Company;
- B) In 2021, the Board of Directors of CTT performed with commitment, professionalism and diligence its functions of management of the Company, in order to meet the interests of Shareholders and other stakeholders;
- C) In turn, CTT's supervisory bodies (Audit Committee and Statutory Auditor) performed their duties as provided for by law and the Articles of Association with commitment, professionalism, and diligence throughout the 2021 financial year, also contributing to the fulfilment of said interests.

**Thus, it is hereby proposed that CTT's 2022 Annual General Meeting approves:**

1. A vote of positive appreciation and praise for the Company's Board of Directors, and each of its members, on the performance of their management functions during the financial year of 2021;
2. A vote of positive appreciation and praise for the supervisory bodies, and each of its members, referred to in recital C) above on the performance of their supervisory functions during the financial year of 2021."

According to the documentation made available to the Company, the subscribers of this proposal are Shareholders holding jointly more than 2% of the share capital."



#### ITEM 4 OF THE AGENDA

**To resolve on the granting of authorisation to the Board of Directors for the acquisition and transfer of own shares by the Company and by its subsidiaries**

Under this item, the following Company's Board of Directors proposal is presented for approval to the Annual General Meeting:

**"Whereas:**

- I. Under article 5(1) of the Articles of Association of CTT – Correios de Portugal, S.A. (the "Company" or "CTT"), the Company may carry out all legally admissible transactions over any of its own securities;
- II. Under articles 319 and 320 of the Portuguese Companies Code (PCC), the acquisition and disposal of own shares usually require, General Meeting's approval;
- III. The approval by the Annual General Meeting of 21 April 2021 of the remuneration policy and plan to grant stock options on shares representing CTT's share capital to CTT's executive directors, as well as the long-term incentive program – options plan for directors and managers of subsidiary companies, (hereinafter "directors") results in the Company being required to deliver shares representing its share capital to the referred Plan participants, as long term variable remuneration in the case of executive directors and as long-term incentives in the case of directors, and that Regulation (EU) No. 596/2014 of the European Parliament and of the Council of 16 April and Delegated Regulation (EU) No. 2016/1052 of the Commission of 8 March, establish an exemption regime from the general market abuse regime applicable to certain share buyback programs, namely those aimed at fulfilling obligations arising from stock option programs for workers or members of the management bodies;
- IV. It is also convenient that the Company may use, in general terms, the possibilities inherent to operations of acquisition and disposal of own shares, this same interest existing in relation to current and/or future subsidiary companies ("Subsidiary Companies"), aiming at practicing any acts necessary or convenient to the pursuit of the Company's interest; and
- V. In the scope of the approval and implementation of such operations as results from point III above, it is appropriate and/or necessary to further safeguard compliance with: (1) the rules and best practices applicable to share buy-back programmes over own shares, (in case of transactions executed within or outside the scope of such programmes, namely with objectives other than those set out thereto), considering, in general, the provisions of Article 5 of Regulation (EU) no. 596/2014 of the European Parliament and of the Council of 16 April and of the Delegated Regulation (EU) no. 2016/1052, of the Commission, of 8 March and in particular the objectives of such programmes provided for therein (including, inter alia, the reduction of the issuer's capital and compliance with stock option programs for employees or members of the board of directors); (2) the rules applicable to the acquisition and disposal of own shares (namely the rules referred to in the preceding Recitals); as well as (3) other corporate and regulatory rules applicable to the Company.

**The Board of Directors proposes the Company's General Meeting to pass a resolution:**

1. Authorizing the acquisition of own shares, by the Company or any Subsidiaries of own shares, already issued or to be issued, in any of its forms, including rights to the purchase or allocation thereof, subject to a decision by the acquirer's managing body, and subject to the following terms:



- (a) **Maximum number of shares to be acquired:** up to the limit of holding corresponding to 10% (ten per cent) of the Company's share capital, minus the disposals carried out at any given time, notwithstanding the exceptions set out in article 317(3) of the Portuguese Companies Code and the number of shares required to comply with the acquirer's obligations by law, contract or terms of issuance of securities or other instruments, and subject, if applicable, to a subsequent transfer, as provided by law, of shares that exceed such limit;
  - (b) **Period in which the transaction can be carried out:** within 18 (eighteen) months, as of the date of this resolution;
  - (c) **Forms of acquisition:** subject to the mandatory conditions, terms and limits established by law (including, to the extent applicable, the framework referred to in Recitals III and V above), (i) the voluntary acquisition of shares or rights of acquisition or allocation of shares may be carried out for consideration, for any legally permitted purpose and in any form, in a regulated market or outside of a regulated market, through private negotiation (namely via a swap) or through an offer to the public, in compliance with the legally established principle of equality of Shareholders, namely through transactions carried out with entities appointed by the management body of the acquirer (according to criteria in which the possible quality of Shareholder is not a relevant factor, including, namely financial institutions with which the Company or any Subsidiaries has entered or may enter into equity swap agreements or other similar financial instruments); or (ii) the acquisition, by any means, to enable, or as a consequence of, compliance with an obligation arising from law or contract (including, namely, the contractual undertaking to implement the Plan or any other share or options allocation plan of the Company or a Subsidiary), or conversion or exchange of securities or other convertible or exchangeable instruments, issued by the Company or Subsidiaries, in accordance with the respective issuance terms or agreements executed in connection with the abovementioned conversion or exchange;
  - (d) **Minimum and maximum considerations for the acquisitions:** the price of acquisition for consideration: (i) shall fall within a range of 10% (ten per cent), below and above, the share prices of the Company's shares on the regulated market Euronext Lisbon, at the close of the market session immediately prior to the acquisition date or date on which the share acquisition or allocation right is granted; or (ii) shall correspond to the acquisition price determined by law, an agreement or the Company's or Subsidiaries' terms of issuance of securities or other instruments convertible to or exchangeable with shares (including, namely, the price resulting from traded financial instruments or an agreement entered into concerning said issuance, conversion or swap);
  - (e) **Moment of acquisition:** to be freely determined by the management body of the acquiring company, taking into account market conditions and the convenience or the obligations of the acquiring company, the Company or Subsidiaries, and to be carried out one or more times and in the proportions defined by said management body.
2. Authorizing the disposal of own shares by the Company or any Subsidiaries, subject to a decision by the disposing company's management body, and subject to the following terms:
- (a) **Minimum number of shares to be disposed:** the amount sufficient for compliance with an undertaking, arising, namely, by law, agreement or a resolution approving the issuance of securities;
  - (b) **Period in which the disposal can be carried out:** within 18 (eighteen) months, as of the date of this resolution;
  - (c) **Form of disposal:** subject to mandatory conditions, terms and limits established by law (including, to the extent applicable, the framework referred to in Recitals III and V above), (i) the voluntary disposal of shares carried out for consideration, for any legally permitted purpose and in any form, namely through a sale or swap, through a private negotiation or through an offer to the public, in compliance with the legally established principle of equality of Shareholders, in a regulated

market or outside a regulated market, to entities appointed by the management body of the disposing company (according to criteria in which the possible quality of Shareholder is not a relevant factor, including, namely, the financial institution with which the Company or any Subsidiary has entered into equity swap agreements or other similar financial instruments); or **(ii)** the transfer, in any form, resolved within, or in connection with, the proposal of allocation of profits or distribution of reserves in kind; or **(iii)** the disposal, in any form, to enable, or as a consequence of, compliance with an obligation arising from law, contract or issuance of securities or other instruments by the Company or Subsidiary (including, namely, agreements related to said issuance or the contractual undertaking to implement the Plan or any other share or options allocation plan of the Company or a Subsidiary);

- (d) Minimum price:** **(i)** consideration of no more than 10% (ten per cent) below the share prices for the Company's shares on the regulated market Euronext Lisbon, at the close of the market session immediately prior to the date of disposal, or **(ii)** the price which is determined by law, an agreement or the terms and conditions of the sale offer to the public of the Company's shares, launched by the latter or by its Shareholders, or of the issuance of securities by the Company or a Subsidiary (including, namely, the issuance of securities or other convertible or exchangeable instruments, an agreement entered into concerning such issuance, conversion or swap or the contractual undertaking to implement the Company's or Subsidiaries' share or option allocation plan);
- (e) Moment of disposal:** to be freely determined by the management body of the disposing company, taking into account any undertakings and, whenever possible, market conditions and the convenience or obligations of the disposing company, the Company or another Subsidiary, and to be carried out one or more times and in the proportions defined by said management body.

3. To approve that the Company's Board of Directors be informed, in a non-binding manner and notwithstanding its discretion to act within the framework set by the abovementioned authorisations, of the following recommendations for the acquisition and disposal of own shares, to be taken in consideration by the Board of Directors in light of the circumstances deemed relevant and without prejudice to the compliance with the applicable legal provisions (namely, to the extent applicable, the framework referred to in Recitals III and V above and the exemption regime provided for in Regulation (EU) No. 596/2014, of the European Parliament and of the Council, of 16 April, and in Delegated Regulation (EU) No. 2016/1052, of the Commission, of 8 March), the following practices (advisable or necessary for the purposes of benefiting from said exemption, to the extent applicable) regarding the possible acquisition and disposal of own shares:

- (a)** Public disclosure, before commencing said transactions, of the contents of the abovementioned authorisations;
- (b)** Maintenance of a registry for each transaction undertaken pursuant to the abovementioned authorisations and its disclosure to the public and/or to the competent authority under the applicable legal and regulatory terms;
- (c)** Execution of the transactions in a timing, form and volume that does not interfere with the regular functioning of the market, namely avoiding their execution during sensitive times of trading (in particular, during the opening and closing of the session and during the auction phase), at times of market disruption and/or at times close to the disclosure of inside information and/or in periods of deferral of its public disclosure or in closed periods (without prejudice of the regime applicable to time scheduled programmes);
- (d)** Execution of the acquisitions for a price not exceeding the highest between the price of the last independent transaction and the price of the current independent bid of highest amount at the time of the acquisition in the trading venue on which the acquisition is carried out; and
- (e)** Limitation of the acquisitions on any trading day to 25% of the daily average trading volume in the trading venue on which the acquisition is carried out.



4. Where necessary for the purposes of compliance with the applicable legislation, in particular Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April and Commission Delegated Regulation (EU) No 2016/1052 of 8 March, and/or the determinations of the competent supervisory authority, to authorize the Board of Directors (which may delegate such powers to the Executive Committee) to conform and set the exact terms and conditions of the buyback program within the framework referred to in Recital III and, in general, to perform all acts necessary or convenient for its full implementation and execution, in all cases under the terms and conditions of this proposed resolution.

Lisbon, 16 March 2022

For the Board of Directors,  
*(Illegible signatures)*

#### ITEM 5 OF THE AGENDA

To resolve on a reduction in share capital of up to 2.325.000 Euros for the purpose of releasing excess capital, by means of cancellation of up to 4.650,000 shares representing up to 3,1% of the share capital already acquired or to be acquired in connection with a share buyback program, as well as on related reserves, and on the corresponding amendment to paragraphs 1 and 2 of article 4 of the Articles of Association

Under this item, the following Company's Board of Directors proposal is presented for approval to the Annual General Meeting:

**"Whereas:**

- A) The Board of Directors announced on 16 March 2022 its intention to implement a share buyback programme in the amount of up to 4.650,000 (four million, six hundred and fifty thousand) shares representing up to 3,1% of the share capital with the purpose of reducing the share capital through the cancellation of own shares acquired in the context of the programme as set forth in Regulation (EU) no. 596/2014 of the European Parliament and of the Council of 16 April regarding market abuse and related regulations;
- B) Such share buyback programme has already been initiated and shall be concluded until 18 December 2022;
- C) Within the terms of article 95 of the Companies Code, the share capital reduction shall not be resolved if the company's net worth fails to exceed the new capital in, at least, 20%;
- D) To the extent required, in mandatory terms, by sub-paragraph b) of paragraph 2 of article 463 of the Companies Code, the Company must create a special reserve in an amount equivalent to the par value of any own shares to be cancelled acquired following this resolution and, accordingly, in what regards the shares to be acquired, this requirement shall be complied with.

**It is hereby proposed that it is resolved:**

- 1) To reduce the share capital in up to 2.325.00 Euros (two million, three hundred and twenty five thousand euros), equivalent to the cancellation of up to 4.650,000 (four million, six hundred and fifty thousand) own shares already acquired or to be acquired until 18 December 2022 in the context of the share buyback programme that the Board of Directors announced on 16 March 2022 and is currently ongoing, being such capital reduction intended for the special purpose of implementing the share buyback programme and corresponding release of capital in excess.

As results from the balance sheet dated 31 December 2021 and approved under item 1 on the agenda, as well as from the application of results approved under item 2 on the agenda, upon implementation of the proposed share capital reduction the net worth of the Company will exceed the new capital in more than 20%, and therefore the requirement provided for under article 95 of the Companies Code is complied with.



The acquisitions of own shares in the context of the share buyback programme to be cancelled through the execution of this resolution shall be implemented in the terms and conditions approved by the Board of Directors under the authorization for the acquisition of shares of the Company granted by the General Meeting of 21 April 2021 – the renewal of which is subject to resolution of this General Meeting – as disclosed to the market in due time, notably in what regards quantities, duration, addressees and price.

- 2) To approve that the reduction is limited to the amount corresponding to the own shares that until 18 December 2022 have been acquired and cancelled;
- 3) That all other terms and conditions for the implementation of the share buyback and of the corresponding share capital reduction be established by the Board of Directors;
- 4) To approve the creation, to the extent required, in a mandatory manner, by sub-paragraph b) of paragraph 2 of article 463 of the Companies Code, of a special reserve equivalent to the par value of the own shares to be cancelled that have been acquired in implementation of this resolution;
- 5) To modify, as a result of the share capital reduction resolved herein and effective as from the date of the same, paragraphs 1 and 2 of article 4 of the Articles of Association, which shall read as follows:

“ARTICLE 4  
Share Capital

1. The share capital is of seventy-two million, six hundred and seventy-five thousand euros, fully subscribed and paid up.
2. The share capital is represented by one hundred and forty-five million, three hundred and fifty thousand shares, with the nominal value of fifty cents of Euro each.
3. (...).
4. (...).”

- 6) That the implementation of this proposal be subject to the existence of the necessary market conditions and financial and accounting situation;
- 7) That the wording of paragraphs 1 and 2 of article 4 of the Articles of Association, as now approved, be deemed automatically and proportionally adjusted in the event the capital reduction as actually implemented is smaller.

Lisboa, 16 de março de 2022

Pelo Conselho de Administração,  
(Assinaturas ilegíveis)”



## CORPORATE BODIES

### BOARD OF THE GENERAL MEETING:

<b>Chairman:</b>	Pedro Miguel Duarte Rebelo de Sousa
<b>Vice-Chairwoman:</b>	Teresa Sapiro Anselmo Vaz Ferreira Soares

### BOARD OF DIRECTORS<sup>1</sup>:

<b>Chairman</b>	Raul Catarino Galamba de Oliveira
<b>Members</b>	João Afonso Ramalho Sopas Pereira Bento António Pedro Ferreira Vaz da Silva Guy Patrick Guimarães de Goyri Pacheco João Carlos Ventura Sousa João Miguel Gaspar da Silva Maria Luísa Coutinho Ferreira Leite de Castro Anacoreta Correia Steven Duncan Wood Duarte Palma Leal Champalimaud Isabel Maria Pereira Aníbal Vaz Jürgen Schröder Margarida Maria Correia de Barros Couto María del Carmen Gil Marín Susanne Ruoff

### EXECUTIVE COMMITTEE:

<b>Chairman:</b>	João Afonso Ramalho Sopas Pereira Bento
<b>Members:</b>	António Pedro Ferreira Vaz da Silva Guy Patrick Guimarães de Goyri Pacheco João Carlos Ventura Sousa João Miguel Gaspar da Silva

### AUDIT COMMITTEE:

<b>Chairwoman:</b>	Maria Luísa Coutinho Ferreira Leite de Castro Anacoreta Correia
<b>Members:</b>	Steven Duncan Wood María del Carmen Gil Marín

<sup>1</sup> Members elected on the Annual General Meeting held on 29 April 2020. João Eduardo Moura da Silva Freixa, elected on that date as Non-executive Member of the Board of Directors resigned on 10 December 2020 with legal effect on 31 January 2021.

**REMUNERATION COMMITTEE:**

<b>Chairman:</b>	Fernando Paulo de Abreu Neves de Almeida
<b>Members:</b>	Manuel Carlos de Melo Champalimaud Christopher James Torino

**STATUTORY AUDITOR<sup>2</sup>:**

<b>Effective Statutory Auditor:</b>	Ernst & Young Audit & Associados – SROC, S.A., with registered office at Avenida da República, n.º 90, 6.º, 1600-206 Lisboa, with the taxpayer no. 505 988 283, registered with the Chamber of Chartered Accountants under no. 178 and with the Portuguese Securities and Exchange Commission under no. 20161480, represented by Luís Pedro Magalhães Varela Mendes, married, with the citizen card no. 121506625, with taxpayer no. 222692439, registered with the Chamber of Chartered Accountants under no. 1841, or by Rui Abel Serra Martins, married, with the citizen card no. 09133435, with taxpayer no. 185813054, registered with the Chamber of Chartered Accountants under no. 1119, whose professional address is the aforementioned.
<b>Alternate Statutory Auditor:</b>	João Carlos Miguel Alves, with the citizen card no. 11875563, with taxpayer no. 201621231, registered with the Chamber of Chartered Accountants under no. 896, with professional address in Avenida da República, n.º 90, 6.º, 1600-206 Lisboa.

**COMPANY SECRETARY:**

<b>Effective Company Secretary:</b>	Maria da Graça Farinha de Carvalho
<b>Alternate Company Secretary:</b>	Isabel Maria Mateus Quintela

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<sup>2</sup> Elected at the Annual General Meeting held on 29 April 2020, for the term of office 2021/2023, with effect from 1 January 2021.



## **CORPORATE POSITIONS HELD IN OTHER COMPANIES BY MEMBERS OF THE CORPORATE BODIES**

### **BOARD OF THE GENERAL MEETING:**

The corporate positions held in other companies by members of this corporate body are as follows:

- Pedro Miguel Duarte Rebelo de Sousa (Chairman of the Board of the General Meeting):
  - *Chairman of the Board of the General Meeting of the following entities: A. Santos Group, AMA - Associação Mares Navegados, CADIn - Core Capital Partners, S. A., Edisoft - Empresa de Serviços e Desenvolvimento de Software, S.A., PWN - Professional Women's Network, Refrigor, S.A., Swipe News, S.A., Tecnovia - Açores, Sociedade de Empreitadas S.A., Tecnovia - Madeira, Sociedade de Empreitadas S.A., Tecnovia - SGPS, S.A., Tecnovia - Sociedade de Empreitadas S.A., COSEC - Companhia de Seguro de Créditos, S.A., Associação Laurel, Millennium BCP, Associação Portugal India Business Hub, Grande Enseada Capital Partners, S. A., AICD - Associação para Inserção por Centros Digitais de Informação, Associação Turma do Bem Portugal e Atitude/SSE - Associação Pelo Desenvolvimento do Investimento Social*
  - *Chairman of the Board of Círculo Eça de Queiroz - Instituição de Utilidade Pública*
  - *Chairman of the General Council of Câmara de Comércio Portugal Moçambique*
  - *Member of the Remuneration Committee of Novabase, S.A.*
  - *Curator of Fundação Luso-Brasileira*
  - *Vice-Chairman of Associação do Prémio Infante D. Henrique*
  - *Chairman of the Supervisory Board of Associação dos Amigos do Hospital de Santa Maria*
  - *Chairman of the General Council of Instituto Português de Corporate Governance*
- Teresa Sapiro Anselmo Vaz Ferreira Soares (Vice-Chairwoman of the Board of the General Meeting):
  - *Chairwoman of the Board of the General Meeting of Fastfiber-Infraestruturas de Comunicação, S.A.*
  - *Member of the Supervisory Board of APA - Associação Portuguesa de Arbitragem*

### **BOARD OF DIRECTORS / EXECUTIVE COMMITTEE / AUDIT COMMITTEE:**

The corporate positions held in other companies by the members of these corporate bodies (and respective internal committees) are as follows:

- Raul Catarino Galamba de Oliveira (Chairman (non-executive) of the Board of Directors, Chairman of the Corporate Governance, Evaluation and Nominating Committee and Member of the Ethics Committee):
  - *Chairman of the Selection and Remuneration Committee of Banco CTT, S.A.*
  - *Chairman of the Selection Committee of Payshop (Portugal), S.A.*
  - *Chairman of the Selection Committee of 321 Crédito - Instituição Financeira de Crédito, S.A.*
  - *Member of the Board of Directors of Banco Bilbao Vizcaya Argentaria, S.A.*
  - *Member of the Board of Directors of José de Mello Capital, S.A.*
  - *Member of the Board of Directors of CUF, S.A. (formerly, José de Mello Saúde, S.A.)*
  - *Chairman of the Board of Directors of Fundação Manuel Violante*
- João Afonso Ramalho Sopas Pereira Bento (Executive Member of the Board of Directors and Chief Executive Officer (CEO)):
  - *Chairman of the Board of Directors of CTT IMO - Sociedade Imobiliária, S.A.*
  - *Chairman of the Board of Directors of HCCM Outsourcing Investment, S.A.*
  - *Chairman of the Board of Directors of CTT Soluções Empresariais, S.A.*
  - *Chairman of the Board of Directors of CTT Expresso - Serviços Postais e Logística, S.A.*
  - *Member of the Selection and Remuneration Committee of Banco CTT, S.A.*



- *Member of the Selection Committee of Payshop (Portugal), S.A.*
  - *Member of the Selection and Remuneration Committee of 321 Crédito – Instituição Financeira de Crédito, S.A.*
  - *Chairman of the Board of the General Meeting of Correio Expresso de Moçambique, S.A. (CORRE)*
  - *Chairman of the Board of Directors of the International Post Corporation (IPC)*
  - *Managing Partner of QPDM Consulting, Lda.*
  - *Member of the Board of Trustees of Fundação Alfredo de Sousa*
  - *Member of the Advisory Council of Reshape (formerly APAC Portugal – Associação de Apoio ao Preso)*
  - *Member of the Board of ICF – Inclusive Community Forum – Nova SBE*
  - *Member of the Strategic Innovation Council of VdA – Vieira de Almeida & Associados, Sociedade de Advogados, RL*
  - *Member of the General Council of Instituto Português de Corporate Governance, in an individual capacity*
  - *Permanent Member of the Advisory Council of AICEP (Agency for Investment and External Trade of Portugal)*
  - *Vice- President and Acting President of Academia de Engenharia*
  - *Honorary President of ASECAP (European Association of Operators of Toll Road Infrastructures)*
- **António Pedro Ferreira Vaz da Silva (Executive Member of the Board of Directors):**
    - *Member of the Board of Directors of CTT IMO – Sociedade Imobiliária, S.A.*
    - *Member of the Board of Directors of HCCM Outsourcing Investment, S.A.*
    - *Member of the Board of Directors of CTT Soluções Empresariais, S.A.*
    - *Member of the Board of Directors of Payshop (Portugal), S.A.*
    - *Member of the Board of Directors of CTT Expresso – Serviços Postais e Logística, S.A.*
    - *Non-executive Member of the Board of Directors of Banco CTT, S.A.*
- **Guy Patrick Guimarães de Goyri Pacheco (Executive Member of the Board of Directors (CFO)):**
    - *Member of the Board of Directors of CTT IMO – Sociedade Imobiliária, S.A.*
    - *Member of the Board of Directors of Newspring Services, S.A.*
    - *Member of the Board of Directors of HCCM Outsourcing Investment, S.A.*
    - *Member of the Board of Directors of CTT Soluções Empresariais, S.A.*
    - *Non-executive Member of the Board of Directors of Banco CTT, S.A.*
    - *Member of the Board of Directors of CTT Expresso – Serviços Postais e Logística, S.A.*
    - *Member of the Board of Directors of Finerge, S.A.*
    - *Member of the Board of AEM (Portuguese Issuers Association)*
- **João Carlos Ventura Sousa (Executive Member of the Board of Directors)**
    - *Member of the Board of Directors of CTT IMO – Sociedade Imobiliária, S.A.*
    - *Chairman of the Board of Directors of Newspring Services, S.A.*
    - *Member of the Board of Directors of HCCM Outsourcing Investment, S.A.*
    - *Member of the Board of Directors of CTT Soluções Empresariais, S.A.*
    - *Chairman of the Board of Directors of CTT Contacto, S.A.*
    - *Member of the Board of Directors of Correio Expresso de Moçambique, S.A. (CORRE)*
    - *Member of the Board of Directors of CTT Expresso – Serviços Postais e Logística, S.A.*
- **João Miguel Gaspar da Silva (Executive Member of the Board of Directors)**
    - *Member of the Board of Directors of CTT IMO – Sociedade Imobiliária, S.A.*
    - *Member of the Board of Directors of Newspring Services, S.A.*
    - *Member of the Board of Directors of HCCM Outsourcing Investment, S.A.*
    - *Member of the Board of Directors of CTT Soluções Empresariais, S.A.*
    - *Member of the Board of Directors of CTT Expresso – Serviços Postais e Logística, S.A.*
    - *Member of the Board of Directors of CTT Contacto, S.A.*
- **Maria Luísa Coutinho Ferreira Leite de Castro Anacoreta Correia (Non-executive Member of the Board of Directors and Chairwoman of the Audit Committee):**



- *Non-executive Member of the Board of Directors and Member of the Audit Committee of Banco Português de Fomento, S.A*
- *Non-executive Member of the Board of Directors of SFS – Gestão de Fundos, SGOIC, S.A. (formerly Sonaegest-Sociedade Gestora de Fundos de Investimento, S.A.)*
- *Chairwoman of the Fiscal Board of Sogrape, SGPS, S.A.*
- *Non-executive Member of the Board of Directors and Member of the Audit Committee of Impresa, SGPS, S.A.*
- *Invited Member of the Executive Committee of Comissão de Normalização Contabilística (Commission of Accounting Standards)*
- *Member of the Scientific Council of Associação Fiscal Portuguesa*
  
- *Steven Duncan Wood (Non-executive Member of the Board of Directors and Member of the Audit Committee)*
  - *Founder and Managing Member of Builders Institute, Inc.*
  - *Managing Member of Greenwood Performance Investors, LLC.*
  - *Founder and Managing Member of Greenwood Investors LLC.*
  - *Advisory Board Member of Cortland Associates, Inc.*
  
- *Duarte Palma Leal Champalimaud (Non-executive Member of the Board of Directors and Member of the Corporate Governance, Evaluation and Nominating Committee)*
  - *Chairman of the Board of Directors of Pentapack – Sistema de Embalagem, S.A.*
  - *Manager of Star Swan Unipessoal, Lda.*
  - *Manager of Sotaque – Assessoria de Comunicação e Traduções, Lda.*
  - *Vice-Chairman of the Board of Directors of Manuel Champalimaud, SGPS, S.A.*
  - *Chairman of the Strategy and Investment Committee of Manuel Champalimaud Group*
  - *Chairman of the Board of the General Meeting of APIP – Associação Portuguesa da Indústria de Plásticos*
  
- *Isabel Maria Pereira Anibal Vaz (Non-executive Member of the Board of Directors and Member of the Corporate Governance, Evaluation and Nominating Committee)*
  - *Member of the Board of Directors of Mota-Engil, SGPS, S.A.*
  - *Member of the Board of Directors of Hospital da Luz Funchal, S.A.*
  - *Member of the Board of Directors of Genomed-Diagnósticos de Medicina Molecular, S.A.*
  - *Chairwoman of the Board of Directors of the following entities: Capital Criativo HealthCare Investments II, S.A., Hospital da Luz – Coimbra S.A., H.M.E. – Gestão Hospitalar, S.A., Hospital da Luz – Guimarães, S.A., GLSMED Learning Health, S.A., Luz Saúde – Serviços, A.C.E., Hospital da Luz – Centro Clínico da Amadora, S.A., SGHL – Sociedade Gestora do Hospital de Loures, S.A., Casas da Cidade – Residências Sénior, S.A., CRB – Clube Residencial da Boavista, S.A., Hospital da Luz – Oeiras, S.A., Hospital da Luz, S.A. (LISBOA), Surgicare – Unidades de Saúde, S.A., Vila Lusitano – Unidades de Saúde, S.A., Hospital Residencial do Mar, S.A., Hospor – Hospitais Portugueses, S.A., Casas da Cidade – Residências Sénior de Carnaxide, S.A, RML – Residência Medicalizada de Loures, SGPS, S.A., Hospital da Luz Arrábida, S.A., Luz Saúde – Unidades de Saúde e de Apoio à Terceira Idade, S.A., Hospital da Luz – Aveiro, S.A.*
  - *Vice – Chairwoman of the Board of Directors and Chairwoman of the Executive Committee of Luz Saúde, S.A.*
  - *Member of the International Advisory Board of The Lisbon MBA of Nova School of Business and Economics of Universidade Nova de Lisboa*
  
- *Jürgen Schröder (Non-executive Member of the Board of Directors)*
  - *Executive Partner of JS-Rat & Tat GmbH*
  - *Member of the Board of ISR (International School on the Rhine) (Germany)*
  - *Member of the Board of Marketing Club Düsseldorf (Germany)*
  
- *Margarida Maria Correia de Barros Couto (Non-executive Member of the Board of Directors and Chairwoman of the Ethics Committee)*
  - *Chairwoman of GRACE – Empresas Responsáveis – Association (Association of Responsible Business)*
  - *Member of the Board of Directors and Chief Executive Officer (CEO) of Fundação Vasco Vieira de Almeida*



- Secretary of the General Assembly of Fórum Oceano – Associação da Economia do Mar (Association of Maritime Economy)
- Secretary of the General Assembly of BCSD Portugal – Business Council for Sustainable Development
- Chairwoman of the Board of Associação VdA Academia
- **María del Carmen Gil Marín** (Non-executive Member of the Board of Directors and Member of the Audit Committee)
  - Non-executive Member of the Board of Directors and Member of the Audit Committee and the Appointments, Assessment and Remunerations Committee of Caixa Geral de Depósitos, S.A.
  - Member of the Board of Directors of Novabase, SGPS, S.A.
  - Chairwoman of the Board of Directors of Novabase Capital, Sociedade de Capital de Risco, S.A.
  - Member of the Board of Directors of Celfocus – Soluções Informáticas para Telecomunicações, S.A.
  - Member of the General Board of AEM (Portuguese Issuers Association)
  - Chairwoman of the Board of the General Meeting of Novabase Enterprise Applications – Sistemas de Informação de Gestão Empresarial, S.A.
  - Chairwoman of the Board of the General Meeting of GLOBALEDA – Telecomunicações e Sistemas de Informação, S.A.
  - Member of the Advisory Committee of FCR ISTART I
- **Susanne Ruoff** (Non-executive Member of the Board of Directors)
  - Member of the Board of Eldora AG (Gastronomy Companies in Switzerland) and of its Organisation & Compensation Committee
  - Chief Executive Officer (CEO) of Ruoff Advisory GmbH (Switzerland)
  - Member of the Strategic Advisory Board of EPFL – École Polytechnique Fédérale de Lausanne (Switzerland)

#### **REMUNERATION COMMITTEE:**

The corporate positions held in other companies by members of this Committee are as follows:

- **Fernando Paulo de Abreu Neves de Almeida** (Chairman of the Remuneration Committee):
  - Manager of Neves de Almeida Consultores, Unipessoal, Lda.
  - Member of the University Council of Universidade Europeia
  - Member of the Remuneration Committee of REN – Redes Energéticas Nacionais, SGPS, S.A.
  - Partner of the Lisbon office of Boyden Global Executive Search
- **Manuel Carlos de Melo Champalimaud** (Member of the Remuneration Committee):
  - Chairman of the Board of Directors of Digal – Distribuição e Comércio, S.A.
  - Manager of Sealion Finance, Lda.
  - Chairman of the Board of Directors of Manuel Champalimaud SGPS, S.A.
  - Deputy Manager of Agrícola São Barão – Unipessoal, Lda.
  - Deputy Manager of Cela – Agro-Pecuária, Lda.
  - Chairman of the Nominating and Remunerations Committee of Manuel Champalimaud Group
- **Christopher James Torino** (Member of Remuneration Committee):
  - Does not hold any office in other Companies

#### **COMPANY SECRETARY:**

The corporate positions held in other companies by the Effective Company Secretary and by the Alternate Company Secretary are as follows:

- **Maria da Graça Farinha de Carvalho** (Effective Company Secretary):
  - Chairwoman of the Board of the General Meeting of Open Lockers, S.A.
  - Chairwoman of the Board of the General Meeting of CTT IMO – Sociedade Imobiliária, S.A.



- *Member of the Selection Committee of Payshop (Portugal), S.A.*
  - *Member of the Selection Committee of 321 Crédito – Instituição Financeira de Crédito, S.A.*
  - *Member of the Selection and Remuneration Committee of Banco CTT, S.A.*
  - *Chairwoman of the Board of the General Meeting of CTT Soluções Empresariais, S.A.*
  - *Effective Company Secretary of CTT Expresso – Serviços Postais e Logística, S.A.*
- *Isabel Maria Mateus Quintela (Alternate Company Secretary):*
    - *Secretary of the Board of the General Meeting of CTT Soluções Empresariais, S.A.*
    - *Secretary of the Board of the General Meeting of Correio Expresso de Moçambique, S.A. (CORRE)*
    - *Alternate Company Secretary of CTT Expresso – Serviços Postais e Logística, S.A.*
    - *Chairwoman of the Board of the General Meeting of Farmácia do Carmo, S.A.*



## **SHARES AND VOTING RIGHTS**

The share capital of CTT – Correios de Portugal, S.A., in the amount of €75,000,000.00, is represented by 150,000,000 shares, with an equal number of voting rights.

On the present date, CTT holds 1,500,001 own shares, corresponding to 1.000% of the share capital, with a nominal value of 0.50 euros. All inherent rights are suspended pursuant to article 324 (1) of the Companies Code, except for the right to receive new shares in the event of a capital increase by incorporation of reserves.