



**NOS, SGPS, S.A.**

**Annual General Meeting of 21 April 2022**

**PROPOSAL FROM THE STATUTORY AUDIT BOARD  
ITEM 9 ON THE AGENDA**

**To elect the Statutory Auditor, effective and alternate, for the 2022/2023 biennium**

Considering:

- A) The end of the term of office for the 2019/2021 three-year period of the current effective and alternate Statutory Auditors, whose duties began in 2014, to complete the term of office corresponding to the 2013/2015 three-year period;
- B) The provisions of article 54(3) of Law No. 140/2015, of September 7, as amended by Law No. 99-A/2021, of December 31, which determines that the maximum duration of consecutive exercise of duties by the statutory auditor in a public interest entity, as is the case of NOS, is 10 years;
- C) The proposed amendment to the Articles of Association of NOS submitted for resolution under item 7 of the Agenda of the General Meeting, which aims at allowing setting the terms of office of the Statutory Auditor between 2 and 4 years, according to the resolution of the General Meeting in which the respective election is approved;
- D) The monitoring of the Statutory Auditor's performance and the evaluation made of the corresponding performance and attributes (considering, in particular, curriculum vitae, competence, independence, integrity, availability and experience);

It is proposed, in the assumption of approval of the proposal submitted under item 7 of the Agenda of the General Meeting, that a resolution is passed to approve the reappointment for exercise of functions in the 2022/2023 biennium, as it is considered that they have the profile and the knowledge and requirements appropriate to the function to be performed in the aforementioned corporate bodies:

Effective: ERNST & YOUNG AUDIT & ASSOCIADOS, SROC, S.A., corporate no. 505 988 283, with registered office at Avenida da República, no. 90 - 6º, 1600 - 206 Lisbon, registered at the OROC under no. 178 and registered at the CMVM under no. 20161480, represented by Sandra e Sousa Amorim (registered at the OROC under no. 1213 and registered at the CMVM under no. 20160824), with offices at Avenida da República, no. 90 - 6º, 1600-206, Lisbon;

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



Alternate: Pedro Jorge Pinto Monteiro da Silva e Paiva (registered with the OROC under number 1258 and registered with the CMVM under number 20160869), with a professional address at Avenida da República, no. 90 - 6º, 1600-206 Lisbon.

This proposal is free from third party influence and there are no restrictions on the choice of certain categories or lists of statutory auditors or audit firms.

Attached to this proposal is the information required by Article 289(1)(d) of the Portuguese Companies Code for members of corporate bodies, namely the curriculum vitae of each of the persons indicated above, with reference to their qualifications and indication of the professional activities performed in the last five years and, where applicable, the number of Company shares held by such persons.

Lisbon, 23 March 2022

THE STATUTORY AUDIT BOARD