



The Chairman of the Board of the
Shareholders' General Meeting
SONAECON, SGPS, S.A.
Lugar do Espido, Via Norte, Maia

Senhora da Hora, 20 March 2009

Proposal no. 5

We propose that approval be granted to the Board of Directors to:

a) purchase own shares on the regulated market, and/or through over the counter if the seller is a company directly or indirectly controlled by this company, over the next 18 months and up to the limit, when consolidated with any shares purchased by companies directly or indirectly controlled by this Company, of 10% set out in Paragraph 2 of Article 317 of Portuguese Company Law, for a price per share not lower than the average of the last 10 quoted share prices prior to the date of purchase, less 50%, and not higher than the average of the last 10 quoted prices prior to the date of purchase, plus 10%;

b) sell on the regulated market, and/or through over the counter if the buyer is a company directly or indirectly controlled by this company, over the next 18 months and up to the limit permitted by Portuguese Company Law, a minimum of one hundred own shares, for a price per share not lower than the average of the last 10 quoted share prices prior to the date of sale, less 10% per share.

Furthermore, the Board of Directors shall have the power to decide if and when such transactions should be made, having in consideration market conditions and the interests of the Company and shareholders.

On behalf of the Board of Directors,