

**SONTEL B.V.**

Claude Debussylaan 24  
1082 MD Amsterdam  
P.O. Box 11063  
1001 GB Amsterdam  
The Netherlands  
Tel: +31 20 522 2555  
Fax: +31 20 522 2500

**SONAECOM SGPS, S.A.**

**Attn:** Chairman of the Board of the Shareholders' Meeting of  
Sonaecom SGPS, S.A.  
Lugar do Espido, Via Norte,  
4471-909 Maia

Amsterdam, 27 March 2014

Agenda Item no. 1

Proposal

- a) Further to the resignation, due to personal reasons, of Mr. João Augusto Esmeriz Vieira de Castro and Mr. António Agostinho Cardoso da Conceição Guedes, respectively as chairman and secretary of the Board of General Shareholders' Meeting, we propose to fill the empty vacancies, until the end of the mandate in course, as follows:

– Mr. António Agostinho Cardoso da Conceição Guedes – Chairman

– Mrs. Maria Daniela Farto Batista Passos – Secretary

Moreover, we propose that the members to be appointed assume, immediately, their functions as chairman and secretary of the present General Meeting.

- b) Taking in consideration the resignations of the members of the Board of Directors, Mr. Jean-François René Pontal, Mr. David Charles Denholm Hobley, Mr. Gervais Gilles Pelissier, Mr. António Maria Theotónio Pereira Sampaio e Melo, Mr. Franck Emmanuel Dangeard, Mr. Duarte Paulo Teixeira de Azevedo and Mr. Miguel Nuno Santos Almeida, we propose to reduce the number of members of the Board of Directors from eleven to three.

The Information established on d) no. 1 of article 289 of the Portuguese Companies Code is attached to this proposal.

On behalf of the Board of Directors,

THEO SPIJKERMAN

---