



SONAECOM, SGPS, S.A.

Registered Office: Lugar do Espido, Via Norte, Maia

Registry and Tax no. 502 028 351

Share Capital: Euro 230.391.627,38

Registered at the Commercial Registry of Maia

Translation from the Portuguese original

I hereby certify, according to minutes number fifty-six, that in the Shareholders' General Meeting held on the 30th April 2026, at 09:00 AM, at the Company's head office and also through Microsoft Teams platform, the following proposals were approved:

Proposal 1

"We propose the approval of the Annual Report and the Individual and the Consolidated Accounts of Sonaecom, SGPS, S.A., for the year ended 31 December 2025, as presented."

Proposal 2

"Under the legal and statutory terms, the Board of Directors proposes that the 2025 Net Profit, as reflected in the individual accounts, in the amount of € 92,483,503.08 (ninety-two million, four hundred and eighty-three thousand, five hundred and three euros and eight cents), has the following appropriation:

i) Legal Reserves, in the amount of € 4,624,175.15 (four million, six hundred and twenty-four thousand, one hundred and seventy-five euros and fifteen cents);

ii) Distribution to the shareholders, in the amount of € 25,841,223.07 (twenty-five million, eight hundred and forty-one thousand, two hundred and twenty-three euros and seven cents); and

iii) Transfer to "Other Reserves", in the amount of € 62,018,104.86 (sixty-two million, eighteen thousand, one hundred and four euros and eighty-six cents). Considering that it is not possible to determine the precise number of own shares that will be held by the company on the date of the abovementioned payment, without limiting the company's capacity to act, it is hereby clarified that:

i) To each issued share it will correspond the gross amount of 0.083 euros;

ii) The amount corresponding to the shares that belong to the Company on the payment day of the abovementioned amount (calculated on the aforementioned gross amount of 0.083 euros per issued share) will not be paid to shareholders but will instead be maintained in "Other Reserves."

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Proposal 3

“Taking into consideration that:

- *Under the provisions of subparagraph (c) of no. 1 of article 376 and article 455 of the Portuguese Companies Code (Código das Sociedades Comerciais), the Shareholder’s General Meeting is responsible for carrying out the general appraisal of the management and supervision of the Company;*
- *The Board of Directors has diligently performed its management duties during the 2025 financial year, in particular in conducting the Company’s business, defining and monitoring its strategy, and promoting appropriate corporate governance, internal control, risk management and compliance mechanisms with the applicable legal and regulatory obligations;*
- *The Statutory Audit Board (Conselho Fiscal) and the Statutory External Auditor (Revisor Oficial de Contas) have performed their supervisory duties rigorously, independently and diligently, in particular by monitoring the Company’s activities, overseeing the preparation and disclosure of financial and non-financial information, and verifying compliance with the applicable legal, statutory and regulatory provisions;*
- *These corporate bodies have contributed to the promotion of high standards of transparency, integrity and accountability in the conduct of the Company’s business, including the proper disclosure of information to the market and to the shareholders;*

It is proposed to the Shareholders’ General Meeting, pursuant to and for the purposes of paragraphs 1 and 2 of article 455 of the Portuguese Companies Code, that a vote of praise be approved in favor of the members of the Board of Directors, the members of the Statutory Audit Board and the Statutory External Auditor of the Company.”.

Proposal 4

“Considering:

- a) The term of office for the 2024–2025 biennium of the current Statutory External Auditor, PricewaterhouseCoopers & Associados - Sociedade de Revisores Oficiais de Contas, Lda., first appointed for the 2016–2019 four-year term, and reappointed for the 2020–2023 four-year term;*
- b) Pursuant to paragraph 3 of article 54 of Law no. 140/2015, of 7 September, as amended, the maximum consecutive term of office of a statutory external auditor in a public interest entity is 10 years;*
- c) Under subparagraph (f) of paragraph 3 of article 3 of Law no. 148/2015, of 9 September, and subparagraph (b) of paragraph 2 of article 420 of the Portuguese Companies Code (Código das Sociedades Comerciais), both as amended, it is the competency of the Statutory Audit Board to propose to the Company’s Shareholders’ General Meeting the appointment of the statutory auditor;*
- d) That, in compliance with the applicable law and with its internal policy, the Statutory Audit Board has fulfilled the provisions of subparagraph (f) of paragraph 3 of article 3 of*

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Law no. 148/2015, of 9 September, and of article 16 of Regulation (EU) no. 537/2014 of the European Parliament and of the Council, of 16 April 2014, having conducted, with the support of the Company's departments, an extensive selection process, free from any external influence and free from any contractual clause of the type referred to in paragraph 6 of article 16 of Regulation (EU) no. 537/2014 of the European Parliament and of the Council, of 16 April 2014.

Selection Process:

In the selection process, promoted and supervised by the Statutory Audit Board, several audit firms of recognized national and international competence and reputation, with a long-standing presence in the market, were invited to participate.

For this purpose, the Statutory Audit Board previously defined the eligibility criteria and their respective weighting, which required a detailed assessment of various items to be presented by the candidates, such as: resources and coordination capacity; quality and dedication of the fieldwork; types, number and timing of reports to be issued; communication tools; and the cost of the services.

The conclusions of the selection performed as described above were combined with the outcome of the weighting and with the analysis of compliance with the independence requirements of the statutory external auditor/audit firms, under the applicable legal and regulatory framework.

Conditions of Independence:

The Statutory Audit Board also assessed the independence conditions of the candidates in the tender.

The candidates demonstrated that they act free from any pressure, influence or interest, guiding their conduct by compliance with the ethical rules applicable to the exercise of their duties and, at the economic level, no threats to their independence were identified arising from the weight of the fees received from the Company and its Group in relation to their overall portfolio of services.

In light of all of the above, the Statutory Audit Board proposes that the Shareholders' General Meeting resolves to:

- 1) Elect **KPMG & ASSOCIADOS – Sociedade de Revisores Oficiais de Contas, S.A.**, corporate person no. 502161078, with registered office at Edifício FPM 41, Avenida Fontes Pereira de Melo, no. 41, 15th Floor, 1069-006 Lisbon, registered with the OROC (Ordem dos Revisores Oficiais de Contas) under no. 189 and with the CMVM (Portuguese Securities Market Commission) under no. 20161489, represented by **Pedro Jorge Quental e Cruz** (registered with the OROC under no. 1765 and with the CMVM under no. 20161607), with professional address at Edifício FPM 41, Avenida Fontes Pereira de Melo, no. 41, 15th Floor, 1069-006 Lisbon, as Effective Statutory External Auditor for the 2026–2028 term of office;*
- 2) Elect as Alternate Statutory External Auditor **Pedro Manuel Bouça de Morais Alves da Costa** (registered with the OROC under no. 1466 and with the CMVM under no.*

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20161076), with professional address at Edifício Burgo – Avenida da Boavista, no. 1837, 16th Floor, 4100-133 Porto, for the 2026–2028 term of office.

Or, alternatively, having regard to the provisions of subparagraph (f) of paragraph 3 of article 3 of Law no. 148/2015 and paragraph 2 of article 16 of Regulation (EU) no. 537/2014, and considering the results of the assessment of the four audit firms that participated in the tender process,

- 3) **Elect FORVIS MAZARS & ASSOCIADOS - Sociedade de Revisores Oficiais de Contas, S.A.**, corporate person no. 502107251, with registered office at Rua Tomás da Fonseca, Centro Empresarial Torres de Lisboa, Torre G, 5th Floor, 1600-209 Lisbon, registered with the OROC under no. 51, represented by **José Fernando Abreu Rebouta** (registered with the OROC under no. 1023 and with the CMVM under no. 20160637), with professional address at Edifício Icon Douro, Rua Manuel Pinto de Azevedo, nos. 106–126, 1st Floor – Q2 and Q3, 4100-320 Porto, as Effective Statutory External Auditor for the 2026–2028 term of office;
- 4) **Elect Pedro Filipe da Silva Cruz** (registered with the OROC under no. 1682 and with the CMVM under no. 20161292), with professional address at Rua do Crasto, n.º 660, 1.º Esq., 4405-550 Vila Nova de Gaia, as Alternate Statutory External Auditor for the 2026–2028 term of office.

Having regard to the above options, the Statutory Audit Board, in compliance with the provisions of subparagraph (f) of paragraph 3 of article 3 of Law no. 148/2015 and paragraph 2 of article 16 of Regulation (EU) no. 537/2014, recommends the election of **KPMG & ASSOCIADOS – Sociedade de Revisores Oficiais de Contas, S.A.**, corporate person no. 502161078, with registered office at Edifício FPM 41, Avenida Fontes Pereira de Melo, no. 41, 15th Floor, 1069-006 Lisbon, registered with the OROC under no. 189 and with the CMVM under no. 20161489, represented by **Pedro Jorge Quental e Cruz** (registered with the OROC under no. 1765 and with the CMVM under no. 20161607) as Effective Statutory External Auditor, and the election of **Pedro Manuel Bouça de Morais Alves da Costa** as Alternate Statutory External Auditor (registered with the OROC under no. 1466 and with the CMVM under no. 20161076), in both cases for the performance of duties in the 2026–2028 three-year term, such recommendation being justified by the fact that, among the two options referred to above, they obtained the highest overall assessment under the selection criteria adopted in the consultation process carried out and meeting the requirements deemed appropriate for the performance of the role.

This proposal has been prepared free from any third-party influence, and no restrictions have been imposed regarding the selection of specific categories or lists of statutory auditors or audit firms.

In compliance with the provisions of article 289, paragraph 1, subparagraph (d) of the Portuguese Companies Code, the information legally required in respect of each of the above-mentioned persons is attached to this proposal.”.

Proposal 5

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

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- a) *purchase own shares, over the next 18 months, on the regulated market or over-the-counter, if the seller is i) a company directly or indirectly controlled by this Company, or ii) any other entity, including financial institutions, for the fulfilment of legal or contractual obligations, including but not limited to those arising from derivatives, or similar financial instruments, guarantees granted for the benefit of the Company or of companies directly or indirectly controlled by the Company, or payment in kind or transfer in lieu of payment, among others, and, in any case, up to the limit of 10 % of the share capital consolidated with the shares purchased by companies directly or indirectly controlled by this Company (as set out in Paragraph 2 of Article 317 of Portuguese Company Law), and 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, or over-the-counter, including in case 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, but without restricting the implementation of any share sales or awards required to fulfill the Sonaecom Medium Term Incentive Plan.*

Furthermore, the Board of Directors shall have the power to decide if and when such transactions should be made – and which may include the sale or award of shares to Executive Members of the Board of Directors and employees of the Company or of companies controlled or jointly controlled, provided they strictly comply with the terms of the Sonaecom’s Remuneration policy, previously approved by shareholders -, always taking into consideration market conditions and the interests of the Company and its shareholders, as well as the rules set forth by Regulation (EU) No 596/2014 of the European Parliament and of the Council, of 16 April.”.

Proposal 6

“We propose that, under the terms of Paragraph 2 of Article 325-B of Portuguese Company Law, companies controlled, directly or indirectly, by this Company (as defined in Article 486 of Portuguese Company Law) are authorized to purchase and hold shares issued by this Company. Such shares are to be purchased in a regulated market, or over the counter, if the purchase is i) from this Company or from a company directly or indirectly controlled by this Company or ii) any other entity, including financial institutions, for the fulfilment of legal or contractual obligations, including but not limited to those arising from derivatives, or similar financial instruments, guarantees granted for the benefit of the Company or of companies directly or indirectly controlled or co-controlled by the Company, or payment in kind or transfer in lieu of payment, among others, and in any case over the next 18 months and up to the limit of 10%, when consolidated in this Company, for a price per share, not lower than the average share price of the last 10 trading sessions prior to the date of purchase, less 50%, and not higher than the

average share price of the last 10 trading sessions prior to the date of purchase, plus 10% per share.

The purchases authorised above, shall be carried out by the Board of Directors of the respective companies, taking into account their requirements, such as the sale or transfer of shares to Members of their Boards of Directors and to managers, as required by the remuneration policy they have adopted, and taking into consideration market conditions and the interests of the companies and their respective shareholders, and the rules set forth by Regulation (EU) No 596/2014 of the European Parliament and of the Council, of 16 April.”.

The above proposals were approved as follows:

	FOR	Against	Abstain	N.º of issued votes	% Share Capital*	N.º Shares
Proposal 1	99,96%	0,04%	52.000	298 743 409	97,72	298 795 409
Proposal 2	95,01%	4,99%	52.000	298 743 409	97,72	298 795 409
Proposal 3	94,99%	5,01%	0	298 795 409	97,72	298 795 409
Proposal 4	95,05%	4,95%	0	298 795 409	97,72	298 795 409
Proposal 5	93,13%	6,87%	0	298 795 409	97,72	298 795 409
Proposal 6	93,13%	6,87%	0	298 795 409	97,72	298 795 409

*Shareholders holding 298.795.409 shares, corresponding to an equal number of votes, representing 97,72% of the voting share capital, were present or represented.

The Company’s Secretary

Célia Sá Miranda