

**SONAE CAPITAL, SGPS, SA**

Publicly Traded Company

Registered Office:: Lugar do Espido, Via Norte, Maia

Share Capital: € 250.000.000,00

Registered at the Commercial Registry of Maia

Registration and Tax N° 508 276 756

*(Translation from the Portuguese original)***ANNOUNCEMENT**

Sonae Capital, SGPS, SA (Sonae Capital) hereby announces that it has, through one of its wholly owned subsidiaries, entered into a sale and purchase agreement for the acquisition of 100% of the share capital and voting rights of the company "ADIRA - Metal Forming Solutions, SA" and its subsidiary "Guimadira, Lda" (ADIRA).

The above-mentioned operation, in accordance with the applicable law, is subject to prior notification to the Portuguese Competition Authority (AdC) and, as foreseen in the above-mentioned agreement, the fulfillment of certain conditions precedent. Thus, the transaction will only become effective following a non-opposition decision from AdC and once all conditions precedent are fulfilled.

With 60 years of history, ADIRA is a Portuguese company operating in the Metal Forming industry, designing, developing, manufacturing and installing machine tools mostly for costumers outside Portugal. It's acknowledged as a technologically dynamic company, with a widespread brand and a strong commitment to innovation and R&D investments, which has allowed ADIRA to attain some national and international awards, such as the most recent national 2017 innovation prize awarded by COTEC-ANI (Portuguese Innovation Agencies).

This acquisition, alongside the continuous development of current business units, materializes Sonae Capital's strategic purpose positioning the Group as a privileged value creation vehicle based on the development and leverage of Portuguese competitive advantages. In this particular case, Sonae Capital will contribute with its core competences and resources with the aim to develop a cluster of Portuguese companies, with engineering and technological development skills and strong export bias.

The transaction price (share capital price) comprises a fixed amount of 9.0 million Euro and a deferred earn-out according to the next 4 years performance of the company (EBITDA). As of 31st December 2016 the company's net debt was of 6.7 million Euro.

Maia, 9th June 2017

The Representative for Capital Market Relations,

