

**ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**10 May 2018**

**NOVABASE - Sociedade Gestora de Participações Sociais, S.A.**

**Public Company**

Registered Office: Av. D. João II, no. 34, Parque das Nações, Lisbon

Share Capital: 15,700,697 Euros

Lisbon Commercial Registry inscription and corporation number 502.280.182

**PROPOSAL OF SHAREHOLDERS**

ITEM 9 ON THE AGENDA:

**To resolve on the remuneration of the members of the Remunerations Committee.**

Whereas:

- A) Under article 8, paragraph 3, of the Articles of Association, the Remunerations Committee, as appointed by the General Meeting of Shareholders, shall determine, each year, the remuneration of the members of the board of the General Meeting of Shareholders, the Board of Directors and the Audit Board, as well as the remuneration of the Chartered Accountant, taking into account their duties and the economic position of the Company;
- B) Additionally, the Remunerations Committee appointed at this General Meeting of Shareholders also undertakes duties in respect of the matter governed by article 8, paragraph 4, of the Articles of Association;
- C) The duties of a member of the Remunerations Committee require that such officers act with diligence as appropriate for such duties, which is considerably time consuming, and that such officers possess a high degree of qualifications;
- D) Taking into account the characteristics of the duties of a member of the Remunerations Committee, such member should be remunerated;

HNB-SGPS,S.A.

Sede: Rua Sarmiento de Beires, nº 45, 13B – 1900-411 Lisboa

Capital Social 50.000,00 – matriculada na C.R.C. Lisboa com o Nº Único de Matrícula de Pessoa

Coletiva 510 697 127

It is proposed that it be resolved:

1. To approve that the members of the Remunerations Committee be remunerated;
2. To determine the following remuneration for each member of the Remunerations Committee: attendance tickets with the unit value of € 1,000.00 (one thousand euros).

Lisbon, 13 April 2018

THE SHAREHOLDERS

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