

*(Translation from the Portuguese original)*

**SONAECOM, S.G.P.S., S.A.**

Registered Office: Lugar do Espido, Via Norte, Maia

Registered at the Commercial Registry of Maia

Registry and Tax no. 502 028 351

Share Capital: Euro 230.391.627,38

**SHAREHOLDERS' ANNUAL GENERAL MEETING  
NOTICE OF MEETING**

As required by Law and the Company's Articles of Association, notice is hereby given that the Shareholders' Annual General Meeting will be held on the **08<sup>th</sup> May 2025, at 09:00 a.m.**, at the Company's head office at Lugar do Espido, Via Norte, Maia, and also through telematic resources, with the following agenda:

1. Discuss and approve the Company's Annual Report, balance sheet, and the Individual and Consolidated Accounts for the year ended 31 December 2024;
2. Decide on the proposed appropriation of the Net Results for the year ended 31 December 2024;
3. Assess the management and audit of the Company;
4. Decide on the Remuneration Policy applicable to the Members of the Corporate Bodies, as well as on the shares attribution plan and respective regulation;
5. Decide on the authorisation for the purchase and sale of own shares up to the limit of 10%;
6. Decide on the authorisation for the purchase and/or for the holding of shares of the Company by affiliated companies, under the terms of Article 325.-B of Portuguese Companies Act.

The annual financial reports and the proposals related to the items on the agenda are made available to the Shareholders as from the date of publication of this notice, for consultation at the Company's head office, on the Company's website – [www.sonaecom.pt](http://www.sonaecom.pt) - and on the Portuguese Securities Market Commission's Information Disclosure System ([www.cmvm.pt](http://www.cmvm.pt)).

Shareholders are hereby also notified that:

**I – Participation at the General Meeting and Exercise of Voting Rights**

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- a) The General Meeting will be solely composed of shareholders:
- i. that on the Record Date, which means at **00:00 hours (GMT)** on the fifth trading day before the date of the General Meeting, which is the **30<sup>th</sup> April 2025**, hold shares entitling them to, at least, one vote, according to the Portuguese Companies Act and the Company's Articles of Association;
  - ii. that have stated in written, until **11:59 p.m. (GMT) of the 29<sup>th</sup> April 2025**, to the financial intermediary where their respective individual securities account is open, their intention to participate in the meeting. For this purpose, the Shareholders may use the forms available as from this date at the Company's website [www.sonaecom.pt](http://www.sonaecom.pt).
  - iii. whose financial intermediaries, after being informed of the shareholder's intention to participate in the meeting, as set out in item ii) above, send to the Chairman of the Board of the Shareholders' General Meeting, information confirming such intention and the number of shares registered in the name of their respective client shareholder, by reference to the Record Date, until **11:59 p.m. (GMT) of the 30<sup>th</sup> April 2025**. This information must be sent to the Company's electronic email address [assembleia@sonaecom.pt](mailto:assembleia@sonaecom.pt).
- b) The exercise of the voting right shall not be impaired by any transfer of shares executed after the Record Date, nor shall it be subject to blocking shares between the Record Date and the date of the General Meeting. Nevertheless, any shareholder who has given notice of his/her/its intention to participate at the General Meeting and subsequently transfers its shares between the Registry Date and the end of the General Meeting must immediately report the transfer to the Portuguese Securities Market Commission and to the Chairman of the Board of the Shareholders' General Meeting by email sent to [assembleia@sonaecom.pt](mailto:assembleia@sonaecom.pt).
- c) Shareholders who, as professionals, hold shares in their own name but on behalf of their clients ("Professional Shareholders"), may vote with their shares in different directions, provided that, in addition to the information described in items ii) and iii) of paragraph a) above, submit to the Chairman of the Board of the Shareholders' General Meeting, until **11:59 p.m. (GMT) of the 30<sup>th</sup> April 2025**, with sufficient and appropriate means of proof:
- i. the identification of each client and the number of voting shares they hold; and
  - ii. the specific voting instructions given by each client for each item on the agenda.
- d) In order to ensure the proper attendance and participation of the Shareholders at the Shareholders' General Meeting, Shareholders who wish to (i) attend the Shareholder's General Meeting through telematic resources or (ii) vote through electronic means, shall send a written declaration to the Chairman of the Board of the Shareholders' General Meeting, until the **11:59 p.m. (GMT) of the 30<sup>th</sup> April 2025**, to the address

[assembleia@sonaecom.pt](mailto:assembleia@sonaecom.pt), being able to use the form available for the effect, as from the present date, at the Company's website

- e) In such declaration, and in case the shareholder wishes to vote in advance by electronic means, the Shareholder must inform an email address to which the Company will send a secret code for the exercise of the voting by electronic means, in the terms described in Section V, Subsection 1, below. The aforementioned secret code for the exercise of the vote by electronic means shall thereafter be filled in the respective ballot for voting through electronic means.
- f) In the declaration mentioned in subparagraph d) above, and if the Shareholder intends to participate at the Shareholders' General Meeting through telematic resources, the shareholder shall inform of an email address to which it will be sent the link to attend the Microsoft Teams Meeting, as well a **secret password for participation** that must be declared by the Shareholder at the beginning of the General Meeting to confirm his/her identity.

**It is hereby recommended to the Professional Shareholders, whose clients intend to vote in advance by electronic means, to obtain from their respective clients the necessary powers for such exercise, in accordance with the terms of Section V below ("Voting by Electronic Means").**

## **II – Rights to apply for insertion of items in the agenda, to submit resolution proposals and to access information at a Shareholders' General Meeting**

- a) Only shareholders holding shares corresponding to, at least 2% of the Company's share capital are entitled to:
  - i. Request the inclusion of new items in the agenda, under the terms of article 378 of the Portuguese Companies Act, as long as the request is accompanied by a proposal for each requested item;
  - ii. The addition of proposals on the items already included or subsequently added to the agenda.

Said requests mentioned in item i. above must be addressed to the Chairman of the Board of the Shareholders' General Meeting within the 5 days following the date of the publication of this notice; the requests mentioned in item ii. above must be addressed to the Chairman of the Board of the Shareholders' General Meeting within the same 5 days following the date of the publication of this notice or in the five days from the date of publication of any amendment to this notice.

- b) Any Shareholder is entitled to obtain information at the General Meeting, and may request for true, detailed and clear information so as to permit him/her/it to form a grounded opinion on the matters submitted to resolution of the General Meeting. The information obligation

includes relations between the Company and any of its affiliate companies. Any information so requested shall be given by the corporate body qualified to provide such information and may only be withheld in the event its disclosure might cause serious harm to the Company, or to a related company, or might constitute a breach of a secrecy legal duty.

### **III – Representation at the Shareholders’ General Meeting**

Shareholders may be represented at the General Meeting by means of a written representation instrument, addressed and sent to the Chairman of the Board of the Shareholders’ General Meeting until the beginning of the meeting, indicating the name and the address of the nominated representative and the date of the General Meeting. For this purpose, Shareholders may use the email address [assembleia@sonaecom.pt](mailto:assembleia@sonaecom.pt).

Shareholders who intend to attend the Shareholders General Meeting through telematic resources, may be represented by means of a written representation instrument, addressed and sent to the Chairman of the Board of the Shareholders’ General Meeting **until 6:00 p.m. (GMT) of the 07<sup>th</sup> May 2025**, providing the name, the address and the email of the nominated representative and the date of the Shareholders’ General Meeting. For this purpose, the email address [assembleia@sonaecom.pt](mailto:assembleia@sonaecom.pt) shall be used.

Any shareholder may appoint different representatives as to shares held in different securities accounts, without prejudice however to the voting unit principle set forth in article 385 of the Portuguese Companies Act.

### **IV. Attending the Shareholders’ General Meeting using Telematic Resources. Technical Requirements for attending the Shareholders’ General Meeting through telematic means**

Shareholders who intend to attend the Shareholders’ General Meeting using telematic resources and who sent to the Chair of the Board of the Shareholders’ General Meeting a declaration stating such intention pursuant to subparagraph d) of Section I of this Notice, will receive **a link to attend the Microsoft Teams meeting** as well as a **secret code for participation** to be stated by the relevant Shareholder at the beginning of the Shareholders’ General Meeting for identity confirmation.

Shareholders’ who intend to attend the Shareholders’ General Meeting through telematic resources shall ensure technical and operational resources necessary within this platform of communication, as follows:

- PC with installed software Windows or Mac and internet access;
- Windows 10 / 8.1 operative system or Mac OS X 10.11 El Capitan operative system (or higher);
- Camera, speakers and microphone (PC’s internal or external devices may be used); and,
- PC with installed browser for internet access: Google Chrome or Microsoft Edge.

The correspondent manuals for the installation and technical operation will be made available for consultation by Shareholders at [www.sonaecom.pt](http://www.sonaecom.pt). For any further question or clarification regarding the technical requirements for the Shareholders' General Meeting to be held by telematic means, it can be used the email address [assembleia.suporte.tecnico@sonaecom.pt](mailto:assembleia.suporte.tecnico@sonaecom.pt).

The Company will also provide technical support means for testing the participation system in the General Meeting, which shareholders may contact through the telephone numbers that will be made available on the company's website at [www.sonaecom.pt](http://www.sonaecom.pt), on the following schedule:

- 21<sup>st</sup> April 2025 – between 9:00 (GMT) and 12:30 (GMT);
- 28<sup>th</sup> April 2025– between 9:00 (GMT) and 12:30 (GMT).

**It is hereby recommended that Shareholders timely test their respective IT system for participating, through telematic means, at the General Meeting, in order to, if they deem convenient, opt to alternatively exercise their voting right in advance through electronic means.**

The Company further informs about the following conditions for attending the Shareholders' General Meeting, for the protection of the security of all attendees, communications and authenticity of the declaration, in compliance with the Portuguese Companies Act and the Companies' Articles of Association:

- Shareholders must attend the Microsoft Teams **15 (fifteen) minutes before the beginning of the Shareholders' General Meeting, at 08:45 am (GMT)**, in order to comply with all the required identification formalities for attending the General Meeting. Shareholders must present their identification document and, when applicable, the respective power of attorney, as well as the secret code for participation sent by the Company as per paragraph f) of Section I above ("Participation at the General Meeting and Exercise of the Voting Right");
- The access to the meeting shall be done through Microsoft Teams;
- During the Shareholders' General Meeting, the Shareholders shall have the video and microphone of their respective PCs turned off;
- If, when questioned by the Chairman of the Board of the Shareholders' General Meeting, the Shareholders want to exercise their right to participate, they must present such request by turning on their microphone and, after making such request, must turn off again such device;
- The Chairman of the Board of the Shareholders' General Meeting will then inform the Shareholder that may intervene. At the end of the intervention, the Shareholder must turn off the microphone again;
- For the exercise of the voting right, after the Chairman of the Shareholders' General Meeting has finished presenting each proposal, the Shareholders must express their respective voting intention

and confirm the number of shares held and corresponding voting rights;

- The Company will make available, at the date of the Shareholders' General Meeting, telephone contact details for ongoing technical support of the Shareholders participating in the Shareholders' General Meeting;
- Shareholders must, throughout all the Shareholders' General Meeting, comply with the technical or operational instructions conveyed to them in order to ensure the ordinary course of the General Meeting.

## V. Voting in Writing

### 1. Voting by Electronic Means

- a) Shareholders who wish to exercise their right to vote in advance by electronic means shall declare such intention, in writing, either through a form available at the website or by email as described in paragraph d) of item I, to the Chairman of the Board of the Shareholders' General Meeting, to the email address [assembleia@sonaecom.pt](mailto:assembleia@sonaecom.pt) **until the 11:59 pm (GMT) of the 30<sup>th</sup> April 2025**;
- b) Shareholders that have declared, in writing, to the Chairman of the Board of the Shareholders' General Meeting, in the terms set forth in paragraph a) above and in paragraph d) of Section I above, their intention to vote by electronic means will receive in the email address indicated by them, an email with the confirmation of the reception of the intention to exercise the vote through electronic means, which will additionally **contain a secret code for the exercise of the voting by electronic means**, as well as the respective ballot for voting by electronic means.
- c) The voting ballot for the exercise of the voting through electronic means by Professional Shareholders, will additionally contain a model table, to be filled in by the Professional Shareholder with the information of the votes to be exercised on behalf of its clients, namely the identification of each client, the corresponding number of shares and the specific voting instructions for each point of the agenda given by each client.
- d) The voting ballot shall be signed by the Shareholder, with a signature similar to the one in the identification document, and sent by email to the email address [assembleia@sonaecom.pt](mailto:assembleia@sonaecom.pt) (mentioning in the subject the secret code for the exercise of the vote through electronic means) **until the 11:59 p.m. (GMT) of the 5<sup>th</sup> May 2025**. For natural persons, a readable copy of the identification document of the Shareholder shall be sent. For the Shareholders who are corporate entities, the voting ballot shall be signed by the persons who legally represent them, and should include as an attachment a readable copy of the identification document of the legal representative and the respective power of attorney

(when concerning corporate entities incorporated and existing in Portugal, it will be sufficient to indicate the permanent certificate code of the company);

- e) In alternative to the copy of the identification document (made accordingly to paragraph 2 of article 5 of Law no. 7/2007 of 5<sup>th</sup> February) to allow the confirmation of the authenticity of the vote and identification of the Shareholder, Shareholders may choose - pursuant to paragraph 4 of article 22 of the Portuguese Securities Code and paragraph 4 of article 25 of the Company's Articles of Association - to send the voting ballot with an authenticated signature, made accordingly to the applicable legal terms;
- f) Written voting papers shall only be considered valid when they clearly set out in an unambiguous manner:
  - i. the agenda item or items to which they refer;
  - ii. the specific proposal to which they relate, with an indication of the respective proposer or proposers;
  - iii. the precise and unconditional voting intention on each proposal;
- g) The Chairman of the Board of the Shareholders' General Meeting shall verify the authenticity and regularity of the votes exercised by electronic means, ensuring, as well, their confidentiality until the moment to vote. The votes corresponding to non-accepted declarations will be considered as not having been issued;
- h) The voting exercised in advance will be considered revoked in case the Shareholders, or the respective legal representative, attend the Shareholders' General Meeting. Accordingly, Shareholders who exercised their voting right in advance, either by electronic means or by postal voting, pursuant to number 2 below, and wish to attend the Shareholders' General Meeting in person or through telematic resources, shall exercise their right to vote once again during the meeting;
- i) It is assumed that Shareholders who send voting ballots abstain from voting any proposals that are not specifically included in their voting ballots, and have been presented previously to the vote casting date;
- j) Exercised votes shall be deemed as votes against any proposals presented after the casting of such votes.

## 2. Voting by Post

Written voting papers shall only be considered valid, if received at the Company's registered office, by way of registered post with confirmation of receipt, addressed to the Chairman of the Board of the Shareholders' General Meeting by **6:00 p.m. (GMT) of the 5<sup>th</sup> May 2025**. In either case, proof of shareholder quality shall be given with reference to the Record Date, under the terms and within the period set out in paragraph a) of the item I above.



Written voting papers must be sent by registered post and signed by the shareholders or by their legal representative and, in the case of an individual shareholder, should be accompanied by a certified copy of his/her identity card or passport, pursuant to article 5, no. 2, of the Law no. 7/2007, of 5th February, with the wording introduced by Law no. 32/2017, of 1st June, or, alternatively, have his/her signature authenticated, in accordance with the applicable law, and, in the case of a corporate shareholder, signatures should be authenticated as duly authorised and mandated for the purpose. It is applicable to Postal Voting the set forth in subparagraphs f) to j) of subsection 1 of this Section V regarding Voting by Electronic Means.

### **Additional Information to the Shareholders regarding the Shareholders' General Meeting**

The Shareholders' General Meeting shall meet in first instance provided that shareholders representing over fifty per cent of the Company's share capital are present or represented.

If this quorum is not reached on the scheduled date, the meeting is rescheduled on the **28<sup>th</sup> May 2025** at the same time and also at the Company's head office at Lugar do Espido, Via Norte, Maia and also through telematic means, when no minimum quorum will be required.

Shareholders are furthermore informed that at the Company's website [www.sonaecom.pt](http://www.sonaecom.pt), there is available, as from the present date:

(i) the forms for the declaration of the intent to participate in the General Meeting, to be addressed to the respective financial intermediary, as mentioned in Section I, a), and to inform the Chairman of the Board of the Shareholders' General Meeting of the shareholders' intention to exercise the vote through electronic means or to participate at the General Meeting through telematic resources as mentioned in paragraph d) and e) of Section I (Participation at the General Meeting and Exercise of the Voting Right) above;

(ii) a template for the representation instrument, for the purpose of Section III, a) (Representation at the General Meeting) above;

(iii) the form indicated in Section IV; and,

(iv) the ballot forms for voting.

### **Data Protection**

The personal data collected by the Company from the shareholders, the financial intermediaries and/or their representatives, in the exercise of their right to participate, being represented and voting in the Shareholders' General Meeting (directly or indirectly through their intermediaries), will be processed by the Company to manage its relationship with the shareholders, pursuant to the shareholders' general meeting, in the fulfilment of the Company's legal obligations. Such personal data will be kept within the legal deadlines established in the Portuguese Company Law and the Portuguese Securities Code, or during the time in which any dispute regarding the Shareholders'





General Meeting, including the respective process and resolution, is pending.

The Shareholders are further informed that they can exercise their rights, within the applicable framework, to ask the Company access to all the personal data relating to them, as well as the personal data correction, the limitation of treatment or the right to oppose to treatment, by letter to be sent to the Company's registered office.

Maia, 3<sup>rd</sup> April 2025

The Chairman of the Board of the Shareholders' General Meeting,

(Manuel Eugénio Pimentel Cavaleiro Brandão)