

**ANNUAL GENERAL MEETING**  
**(“AGM”)**  
**Attendance and voting**

1. As all the shares in the Company are register entries, a Company shareholder shall be entitled to attend and vote at the Annual General Meeting only if on March 25, 2011, at 00:00 GMT (the record date) - i.e. five business days before the date of the AGM - he/she is registered as an owner of registered shares entitling him/her to at least one vote. In the event that the AGM is adjourned, the adjourned meeting shall be made up of members who provide evidence of holding shares in the Company entitling them to at least one vote, provided that the record date (i.e. five business days before the date of such adjourned AGM) shall be observed.
2. Each share qualifies for one vote. The total number of shares in the Company amounts to 133 million.
3. No later than March 24, 2011, i.e. the day before the record date set forth in (1) above, shareholders wishing to attend and vote at the Annual General Meeting must give notice in writing of such intention to both the Chairman of the group chairing the AGM and the financial intermediary with whom the account is opened and, to this end, they may use the email address of the Company: [corticeira.amorim@amorim.com](mailto:corticeira.amorim@amorim.com).
4. The financial intermediary who shall have been informed - according to the terms set forth in (3) above - of the intention of his/her client to attend the AGM must advise the Chairman of the group chairing the AGM up to the end of Friday, March 25, 2011 - the record date set forth in (1) above - of the number of shares registered on behalf of his/her client on the record date and, to this end, the financial intermediary may use the email address of the Company: [corticeira.amorim@amorim.com](mailto:corticeira.amorim@amorim.com).
5. A shareholder who, in his/her professional capacity, holds shares in his/her name but for the account of clients, may cast a different vote from his/her own ballot provided that, in addition to his/her notice of attendance at the AGM and provision of the above information by the relevant financial intermediary, he/she informs the Chairman of the group chairing the Annual General Meeting no later than 23:59 hours (GMT) of the day before the record date and provides sufficient and adequate evidence of (a) the proper identification of each client and the number of such client's shares for which he/she will cast his/her vote and (b) the voting instructions received from his/her client in respect of each item of business.
6. Shareholders who have given notice of their intention to participate in the meeting and have transferred the ownership of their shares in the period between the record date and the closing of the relevant AGM must

immediately inform the Chairman of the group chairing the AGM and the Portuguese Securities Market Commission thereof.

7. Voting by post is permitted at the Annual General Meeting. All correspondence relating to the AGM shall be sent in a sealed envelope to the Chairman of the group chairing the AGM and must reach the Company's registered office no later than 6:00 p.m. on the 3<sup>rd</sup> business day before the date fixed for the holding of the meeting. Each member shall complete and sign a postal ballot form per item of business that he/she wishes to vote on and then send the ballot form in a sealed envelope to the Company. The postal ballot form shall bear the proper identification of the voter, the relevant annual general meeting, the relevant item of business, the resolution and the member's vote (for or against). The member's signature made on the vote forms must be certified by the Company. Only postal ballot forms from Company's members meeting the requirements set forth in the preceding paragraphs will be taken into account. Votes cast by post shall be deemed to be negative votes in respect of a proposal submitted after the date on which such votes were cast. Attendance of a shareholder either in person or by proxy at the AGM shall revoke his/her vote cast by post.
8. As provided in section 23 of the Portuguese Securities Market Act, a shareholder entitled to attend and vote at the Annual General Meeting may be represented by a proxy. The voluntary representation shall comply with the following rules:
  - a) A shareholder can be represented at the AGM by a proxy of his/her choice;
  - b) A corporation can be represented by the person who the corporation shall designate for the purpose.
9. The Chairman of the group chairing the AGM has to be informed in writing of any proxy forms (as referred in section 8 above) and, to this end, the email address of the Company [corticeira.amorim@amorim.com](mailto:corticeira.amorim@amorim.com) may be used. Proxy forms must reach the registered office of the Company not less than five business days before the date fixed for the holding of the meeting.
10. For the purpose of their representation at the annual general meeting, shareholders may use the specimen postal ballot form and the proxy form draft that are available at the registered office of the Company or on its website ([www.corticeiraamorim.com](http://www.corticeiraamorim.com)).
11. During the AGM, shareholders can request to be given complete, accurate, truthful and non-misleading information to enable them to form a well-founded opinion about resolutions put forward to be voted on at the AGM.
12. Within five days after publication of this notice, shareholders who represent at least two per cent of the Company's share capital are entitled to request the Chairman of the group chairing the AGM in writing:

(i) that additional items be included in the agenda of the meeting; the requisition shall include a proposal for resolution regarding each item, whose inclusion has been requested; (ii) that proposals for resolution regarding items included in or added to the Notice to Members of Annual General Meeting be included in the agenda of the meeting; the requisition shall include information on the proposals for resolution.

*Latest update: 2013-04-09*