

**CORTICEIRA AMORIM, S.G.P.S., S.A.**

**Public Company**

**Share capital: € 133,000,000**

**A Company incorporated in Santa Maria da Feira - Portugal - Registration no. 554**

**Corporation Tax ID no. 500 077 797**

**Apartado 20 – Rua de Meladas 380 – 4536-902 MOZELOS VFR CODEX - PORTUGAL**

**BUSINESS TO BE TRANSACTED AT THE COMPANY'S ANNUAL GENERAL  
MEETING, INCLUDING THE ANNUAL FINANCIAL STATEMENTS FOR THE  
FINANCIAL YEAR ENDED 31 DECEMBER 2005**

# **ANNUAL GENERAL MEETING**

**31 MARCH 2006 – 12:00 a.m.**

**FIRST ITEM OF BUSINESS**

**PROPOSAL**

The Board of Directors of  
Corticeira Amorim, S.G.P.S., S.A.

hereby proposes that

the Annual General Meeting resolves on adopting the Directors' Report and the annual financial statements for the year ended 31 December 2005.

Meladas – Mozelos – Santa Maria da Feira – Portugal

24 February 2006

The Board of Directors of  
Corticeira Amorim, S.G.P.S., S.A.

# **ANNUAL GENERAL MEETING**

**31 MARCH 2006 – 12:00 a.m.**

**SECOND ITEM OF BUSINESS**

**PROPOSAL**

The Board of Directors of  
Corticeira Amorim, S.G.P.S., S.A.

hereby proposes that

the Annual General Meeting resolves on adopting the consolidated Directors' Report and the consolidated annual financial statements for the year ended 31 December 2005.

Meladas – Mozelos – Santa Maria da Feira – Portugal

24 February 2006

The Board of Directors of  
Corticeira Amorim, S.G.P.S., S.A.

## **ANNUAL GENERAL MEETING**

**31 MARCH 2006 – 12:00 a.m.**

**THIRD ITEM OF BUSINESS**

**PROPOSAL**

Based on the annual financial statements for the year ended 31 December 2005 and in view of the fact that the Company's net loss for the year amounts to € 776,788.83 and the reserves available for distribution amount to € 6,650,000.00

the Board of Directors of  
Corticeira Amorim, S.G.P.S., S.A.

hereby proposes that

1. the annual general meeting resolves on approving that the above net loss for the year in the amount of € 776,788.83 be carried forward;
2. € 6,650,000.00 or (€ 0.05) per share, a part of the amount shown in the "Free Reserves" account, be distributed as dividends.

Meladas – Mozelos – Santa Maria da Feira – Portugal

24 February 2006

The Board of Directors of  
Corticeira Amorim, S.G.P.S., S.A.

## **ANNUAL GENERAL MEETING**

**31 MARCH 2006 – 12:00 a.m.**

**SIXTH ITEM OF BUSINESS**

**PROPOSAL**

Under Section 319 of the Companies Act

the Board of Directors of Corticeira Amorim, S.G.P.S., S.A.

hereby proposes that

the Annual General Meeting resolves on the acquisition by the Company of its own shares as follows:

- (a) Maximum number of shares to be acquired: up to 10% of the Company's share capital;
- (b) Term during which the shares may be acquired: within a period of 18 months as from the date of this resolution;
- (c) Acquisition: the shares may be acquired on the stock exchange or over-the-counter market;
- (d) Minimum and maximum considerations payable for the shares: considerations ranging from EUR 0.50 (minimum) to EUR 5.00 (maximum)

Meladas – Mozelos – Santa Maria da Feira – Portugal

24 February 2006

The Board of Directors of  
Corticeira Amorim, S.G.P.S., S.A.

## **ANNUAL GENERAL MEETING**

**31 MARCH 2006 – 12:00 a.m.**

**SEVENTH ITEM OF BUSINESS**

**PROPOSAL**

Under Section 320 of the Companies Act

the Board of Directors of Corticeira Amorim, S.G.P.S., S.A.

hereby proposes that

the Annual General Meeting resolves on the sale by the Company of its own shares as follows:

- (a) Maximum number of shares to be sold: up to 10% of the Company's share capital;
- (b) Term during which the shares may be sold: within a period of 18 months as from the date of this resolution;
- (c) Sale: the shares may be sold on the stock exchange or over-the-counter market;
- (d) Minimum sale price per share: EUR 1.00 per share

Meladas – Mozelos – Santa Maria da Feira – Portugal

24 February 2006

The Board of Directors of  
Corticeira Amorim, S.G.P.S., S.A.