

ANNUAL GENERAL MEETING – 29 MARCH 2010 – 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 Directors' Report and the annual financial statements for the year ended 31 December 2009 be adopted by the Annual General Meeting.

Meladas – Mozelos – Santa Maria da Feira – Portugal
18 February 2010

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

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**SECOND ITEM OF BUSINESS
PROPOSAL**

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

hereby proposes that

the consolidated Directors' Report and the consolidated annual financial statements for the year ended 31 December 2009 be adopted by the Annual General Meeting.

Meladas – Mozelos – Santa Maria da Feira – Portugal
18 February 2010

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

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**THIRD ITEM OF BUSINESS
PROPOSAL**

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

hereby proposes that

the Report on Corporate Governance for the year 2009 be adopted by the Annual General Meeting.

Meladas – Mozelos – Santa Maria da Feira – Portugal
18 February 2010

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

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**FOURTH ITEM OF BUSINESS
PROPOSAL**

Based on the annual financial statements for the year ended 31 December 2009 and in view of the fact that the Company's net profit for the year amounts to € 46,595,073.27

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

hereby proposes that

the annual general meeting resolves to adopt that the above net profit for the year in the amount of € 46,595,073.27 be appropriated as follows:

- € 2,329,753.66 to legal reserve;
- € 44,265,319.61 to free reserves.

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18 February 2010

The Board of Directors of

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**FIFTH ITEM OF BUSINESS
PROPOSAL**

Whereas

- 1) the Board of Directors has always acted diligently and responsibly in the best interests of the Company;
- 2) the report gives an accurate and detailed description of the business of the Company;
- 3) the supervisory board and the auditors have provided a high level of service during the financial year under review

Amorim Capital – Sociedade Gestora de Participações Sociais, S.A.

in its capacity as a shareholder of

Corticeira Amorim, S.G.P.S., S.A.

hereby proposes that

in accordance with section 455 of the Portuguese Companies Act, a vote of confidence be given to the above governing bodies and to each of their members.

Meladas – Mozelos – Santa Maria da Feira – Portugal

18 February 2010

The Board of Directors of

Amorim Capital – Sociedade Gestora de Participações Sociais, S.A.

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**SIXTH ITEM OF BUSINESS
PROPOSAL**

Whereas Mr Fernando José de Araújo dos Santos Almeida was co-opted onto the Board of Directors at the Board meeting held on 31 July 2009 after former Board member Eng. Jorge Viriato de Freitas Barros Diniz Santos resigned from the Company's Board

the Board of Directors of

Corticeira Amorim, S.G.P.S., S.A.

hereby proposes that

the co-option of Mr Fernando José Araújo Santos Almeida onto the Board of Directors as per invitation of the existing Board members be ratified by the Annual General Meeting.

Meladas – Mozelos – Santa Maria da Feira – Portugal

18 February 2010

The Board of Directors of

Corticeira Amorim, S.G.P.S., S.A.

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**SEVENTH ITEM OF BUSINESS
PROPOSAL**

Whereas the co-option of Mr Fernando José Araújo Santos Almeida onto the Board of Directors was ratified within the framework of the sixth item of business and considering the interest of the Company in reshuffling of Vice-Chairman of the Board of Directors

Amorim Capital – Sociedade Gestora de Participações Sociais, S.A.

in its capacity as a shareholder of Corticeira Amorim, S.G.P.S., S.A.

hereby proposes that

the Annual General Meeting resolves that the office of Vice-Chairman of the Board of Directors be held by Mr Joaquim Ferreira de Amorim; after this Board reshuffle, the Board of Directors of Corticeira Amorim, S.G.P.S., S.A. will be composed as follows:

Chairman: Mr António Rios de Amorim
Vice-Chairman: Mr Joaquim Ferreira de Amorim
Member: Mr Nuno Filipe Vilela Barroca de Oliveira
Member: Mrs Luísa Alexandra Ramos Amorim
Member: Mr José da Silva Carvalho Neto
Member: Mr André de Castro Amorim
Member: Mr Fernando José Araújo Santos Almeida

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The Board of Directors of
Amorim Capital – Sociedade Gestora de Participações Sociais, S.A.

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**EIGHTH ITEM OF BUSINESS
PROPOSAL**

Under section 319 of the Portuguese 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 each share: considerations ranging from EUR 0.50 (minimum) to EUR 2.00 (maximum) per share

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**NINTH ITEM OF BUSINESS
PROPOSAL**

Under section 320 of the Portuguese 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:

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

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**TENTH ITEM OF BUSINESS
PROPOSAL**

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

hereby proposes that

the remuneration policy for members of the managerial and supervisory bodies and other officers of the Company as described in the Report of the Remuneration Committee and in the Directors' Report be adopted by the Annual General Meeting.

Meladas – Mozelos – Santa Maria da Feira – Portugal
18 February 2010

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