

GENERAL SHAREHOLDERS' MEETING OF THE 30TH OF MAY 2015

To the Chairman of the General Shareholders' Meeting of
TEIXEIRA DUARTE, S.A.

PROPOSAL PRESENTED WITHIN THE SCOPE OF
THE SIXTH ITEM OF THE AGENDA

As regards the matters included in the Third Item of the Agenda of this General Shareholders' Meeting, shareholder "TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A.", proposes the following:

1. The election, as Members of the Governing Bodies and the Remunerations Committee, to perform their duties during the four-year period 2015/2018, the following entities:

Chair of the General Shareholders' Meeting (all reappointed):

Chairman:

- Rogério Paulo Castanho Alves, married, with professional address at Avenida Álvares Cabral, 61 – 4.º, Lisbon;

Vice-Chairman:

- José Gonçalo Pereira de Sousa Guerra Constenla, single, of age, with professional address at Avenida Álvares Cabral, 61 – 4.º, Lisbon;

Secretary:

- José Pedro Poiares Cobra Ferreira, divorced, resident at Rua Antero de Figueiredo, nr. 16 - 2.º Dto., Lisbon.

Board of Directors:

Chairman:

- Pedro Maria Calainho Teixeira Duarte, married, resident at Rua do Pico, nr. 16, Paço de Arcos, Oeiras, taxpayer nr. 145 241 319;

Directors:

- Manuel Maria Calainho de Azevedo Teixeira Duarte, married, resident at Rua José Ferrão Castelo Branco, nr. 20, Paço de Arcos, taxpayer nr. 177 747 552;
- Joel Vaz Viana de Lemos, married, resident at Avenida Colégio Militar, nr. 26 – 1.º Esq., Lisbon, taxpayer nr. 113 839 219;
- Carlos Gomes Baptista, married, resident at Rua João de Freitas Branco, nr. 36, 5.º Esq., Lisbon, taxpayer nr. 110 614 372;
- Diogo Bebiano Branco de Sá Viana Rebelo, married, resident at Rua Terra do Linhó, nr. 7 - Quinta da Beloura II, Sintra, taxpayer nr. 190 919 876.
- Jorge Ricardo de Figueiredo Catarino, married, resident at Rua Vinte e Cinco, nr. 85, Espinho, taxpayer nr. 134.246.241.

Supervisory Board:**Chairman:**

- Óscar Manuel Machado de Figueiredo, divorced, resident at Rua do Salitre, 166 – 2.º D, 1250-204 Lisbon, taxpayer nr. 156 621 324;

Members:

- Mateus Moreira, married, resident at Largo Pedro Correia Marques, nr. 1 – 2.º Esq., Lisbon, taxpayer nr. 136 453 228;
- Miguel Carmo Pereira Coutinho, married, resident at Rua Bernardo Lima, nr. 16 – R/C, Lisbon, taxpayer nr. 147 352 444;

Suplente:

- Rui Pedro Ferreira de Almeida, married, resident at Avenida Eng.º Duarte Pacheco, 316 – 4.º Esq. Afonsoeiro, Montijo, taxpayer nr. 210 038 799.

Remunerations Committee:

- Pedro Maria Calainho Teixeira Duarte, married, resident at Rua do Pico, nr. 16, Paço de Arcos, Oeiras, taxpayer nr. 145 241 319;

- António Carlos Calainho de Azevedo Teixeira Duarte, married, resident at Rua Melo e Sousa, nr. 675, Estoril, taxpayer nr. 122 608 577;
- Maria da Conceição Maia Teixeira Duarte, married, resident at CCI 4228, Casal das Lavoeiras, Barris, Palmela, taxpayer nr. 109 423 011.

IT IS ALSO PURPOSED THAT:

2. According to nrs. 3 and 4 of article 398 of the Portuguese Companies Code, the General Meeting resolves that the aforementioned members of the Board of Directors are expressly authorized to perform duties in any company in competition with TEIXEIRA DUARTE, S.A., namely taking into account the several direct or indirectly held companies, with full access to all sort of information, sensitive or not, related to this Company in which they are Directors;
3. According to the remuneration policy set forth under the Corporate Governance and approved by this Shareholders' General Meeting, the remunerations of all members of those Bodies shall be settled by the Remunerations Committee foreseen at article 11 of the Company's Bylaws;
4. That the liability of each member of the Board of Directors and of the Supervisory Board is secured by provision of a security or an insurance on behalf of the holders of compensations, according to the terms and conditions legally settled, in the individual amount of 250.000,00€ (two hundred and fifty thousand Euros);
5. That the Board of Directors and the Supervisory Board ensure that the said proof security or insurance are kept in the Company's safe, under the terms and conditions legally settled.

Lagoas Park, the 30th of April 2015

The Board of Directors,

Note: On this date, the additional information established in article 289, nr 1, paragraph d) of the Portuguese Companies Code concerning the persons above proposed for the Board of Directors were delivered in the Company's head-office and are available at "TEIXEIRA DUARTE, S.A." homepage (www.teixeiraduarte.pt) in order to be checked by the shareholders and, for all due effects, are attached to this document.

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders’ Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **ROGÉRIO PAULO CASTANHO ALVES**, proposed to be elected Chairman of the General Meeting:

- **Professional Qualifications:**

Degree in Law from Universidade Católica Portuguesa (1984)

- **Professional Activities carried out over the past five years:**

Lawyer

Chairman of the Portuguese Bar Association

Chairman of the General Meeting of GUPE – Actividades Hoteleiras, S.A.

Chairman of the General Meeting of SPORTING - Sociedade Desportiva de Futebol, SAD

Chairman of the General Meeting of SPORTING – S.G.P.S., S.A.

Chairman of Associação das Empresas de Segurança

- **Professional Activities carried out over the past five years within the scope of Teixeira Duarte Group:**

Chairman of the General Meeting of TEIXEIRA DUARTE, S.A.

And

Chairman of the General Meeting of TEIXEIRA DUARTE – Engenharia e Construções, S.A.

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

He does not hold any shares of TEIXEIRA DUARTE, S.A..

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders’ Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **JOSÉ GONÇALO PEREIRA DE SOUSA GUERRA COSTENLA**, proposed to be elected Vice-Chairman of the General Meeting:

- **Professional Qualifications:**

Degree in Law from Faculdade de Direito da Universidade Lusíada (1999)

- **Professional Activities carried out over the past five years:**

Lawyer

- **Professional Activities carried out over the past five years within the scope of Teixeira Duarte Group:**

Vice-Chairman of the General Meeting of TEIXEIRA DUARTE, S.A.

And

Secretary of the General Meeting of TEIXEIRA DUARTE – Engenharia e Construções, S.A.

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

He does not hold any shares of TEIXEIRA DUARTE, S.A..

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders’ Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **JOSÉ PEDRO POIARES COBRA FERREIRA**, proposed to be elected Secretary of the General Meeting:

- **Professional Qualifications:**

Degree in Law from Universidade Católica Portuguesa (1995)

Post-Graduate in Legal Advice to Companies from Instituto Superior de Gestão (1999)

Post-Graduate in Corporate Law from Universidade Católica Portuguesa (2009)

- **Professional Activities carried out over the past five years:**

Lawyer

- **Professional Activities carried out over the past five years within the scope of Teixeira Duarte Group:**

Secretary of the General Meeting of TEIXEIRA DUARTE, S.A.

And

Chairman of the General Meeting of ACG – Distribuição e Comércio de Gás, S.A.

Chairman of the General Meeting of Avia Portugal - Produtos Petrolíferos, S.A.

Chairman of the General Meeting of AP GÁS - Distribuição e Comércio de Gás, S.A.

Chairman of the General Meeting of BEL - ERE - Engenharia e Reabilitação de Estruturas, S.A.

Chairman of the General Meeting of BONAPARTE - Imóveis Comerciais e Participações, S.A.

Chairman of the General Meeting of C+P.A. - Cimento e Produtos Associados, S.A.

Chairman of the General Meeting of CONSTRUSALAMONDE, A.C.E.

Chairman of the General Meeting of DIGAL - Distribuição e Comércio, S.A.

Chairman of the General Meeting of DN GÁS - Distribuição e Comércio de Gás, S.A.

Chairman of the General Meeting of E.P.O.S. - Empresa Portuguesa de Obras Subterrâneas, S.A.

Chairman of the General Meeting of ESTA - Gestão de Hotéis, S.A.

Chairman of the General Meeting of EVA - Sociedade Hoteleira, S.A.

Chairman of the General Meeting of Go Corp Travel Solutions - Agência de Viagens, S.A.

Chairman of the General Meeting of GOMES & OLIVEIRA, S.A.

Chairman of the General Meeting of IMOPEDROUÇOS - Sociedade Imobiliária, S.A.

Chairman of the General Meeting of IMOTD - Sociedade Gestora de Participações Sociais, S.A.

Chairman of the General Meeting of LAGOAS HOTEL, S.A.

Chairman of the General Meeting of LAGOASFUT - Equipamento Recreativo e Desportivo, S.A.

Chairman of the General Meeting of MARINERTES, S.A.

Chairman of the General Meeting of MERCAPETRO - Produtos Petrolíferos, S.A.

Chairman of the General Meeting of MULTIGÁS - Sociedade Comercial e Distribuidora de Gás, S.A.

Chairman of the General Meeting of OFM - Obras Fluviais e Marítimas, S.A.

Chairman of the General Meeting of PARCAUTO - Sociedade Imobiliária, S.A.

Chairman of the General Meeting of PETRIN - Petróleos e Investimentos, S.A.

Chairman of the General Meeting of PPS - Produtos Petrolíferos, S.A.

Chairman of the General Meeting of PTG - Sociedade Gestora de Participações Sociais, S.A.

Chairman of the General Meeting of Quinta de Cravel Imobiliária, S.A.

Chairman of the General Meeting of Recolte, Serviços e Meio Ambiente, S.A.

Chairman of the General Meeting of Recolte, Serviços e Meio Ambiente (Porto), S.A.

Chairman of the General Meeting of ROCHORIENTAL - Sociedade Hoteleira, S.A.

Chairman of the General Meeting of SINERAMA - Organizações Turísticas e Hoteleiras, S.A.

Chairman of the General Meeting of SOMAFEL - Engenharia E Obras Ferroviárias, S.A.

Chairman of the General Meeting of STELGEST - Gestão Hoteleira, S.A.

Chairman of the General Meeting of TANQUIGÁS - Distribuição e Comércio de Gás, S.A.

Chairman of the General Meeting of TD VIA - Sociedade Imobiliária, S.A.

Chairman of the General Meeting of TDE - Empreendimentos Imobiliários, S.A.

Chairman of the General Meeting of TDEMPA – Gestão de Participações e Investimentos, S.A.

Chairman of the General Meeting of TDF - Sociedade Gestora de Fundos de Investimento Imobiliário, S.A.

Chairman of the General Meeting of TDGI - Tecnologia de Gestão de Imóveis, S.A.

Chairman of the General Meeting of TDH - Sociedade Gestora de Participações Sociais, S.A.

Chairman of the General Meeting of TDHC - Instalações para Desporto e Saúde, S.A.

Chairman of the General Meeting of TDHOSP - Gestão de Edifício Hospitalar, S.A.

Chairman of the General Meeting of TDO - Investimento e Gestão, S.A.

Chairman of the General Meeting of TDO - Sociedade Gestora de Participações Sociais, S.A.

Chairman of the General Meeting of TEDAL - Sociedade Gestora de Participações Sociais, S.A.

Chairman of the General Meeting of TEIXEIRA DUARTE - Distribuição, S.A.

Chairman of the General Meeting of TEIXEIRA DUARTE - Engenharia e Construções, S.A.

Chairman of the General Meeting of TEIXEIRA DUARTE - Gestão de Participações e Investimentos Imobiliários, S.A.

Chairman of the General Meeting of TRANSBRITAL - Britas e Empreendimentos Imobiliários, S.A.

Chairman of the General Meeting of V8 - Gestão Imobiliária, S.A.

Chairman of the General Meeting of VTD - Veículos Automóveis, S.A.

Secretary of the General Meeting of IMOTD - Sociedade Gestora de Participações Sociais, S.A.

Secretary of the General Meeting of OFM - Obras Fluviais e Marítimas, S.A.

Secretary of the General Meeting of PTG - Sociedade Gestora de Participações Sociais, S.A.

Secretary of the General Meeting of SOMAFEL - Engenharia e Obras Ferroviárias, S.A.

Secretary of the General Meeting of STELGEST - Gestão Hoteleira, S.A.

Secretary of the General Meeting of TD VIA - Sociedade Imobiliária, S.A.

Secretary of the General Meeting of TDCIM - SGPS, S.A.

Secretary of the General Meeting of TDEMPA - Gestão de Participações e Investimentos, S.A.

Secretary of the General Meeting of TDO - Sociedade Gestora de Participações Sociais, S.A.

Secretary of the General Meeting of V8 - Gestão Imobiliária, S.A.

Secretary of the General Meeting of TEIXEIRA DUARTE, S.A.

Secretary of the General Meeting of TEIXEIRA DUARTE - Engenharia e Construções, S.A.

- **Professional Activities carried out over the past five years outside the scope of Teixeira Duarte Group:**

Chairman of the General Meeting of AEDL – Auto-Estradas do Douro Litoral, S.A.

Chairman of the General Meeting of ARENOPOR - Investimentos, SGPS, S.A.

Chairman of the General Meeting of ARENOPOR IMOBILIÁRIA, S.A.

Chairman of the General Meeting of GRATAC - Sociedade Gestora de Participações Sociais, S.A.

Chairman of the General Meeting of ILTA - Urbanizadora da Ilha de Tavira, S.A.

Chairman of the General Meeting of NGDI - Gestão e Investimento Imobiliário, S.A.

Chairman of the General Meeting of SEIUR - Sociedade de Empreendimentos Imobiliários e Urbanísticos, S.A.

Chairman of the General Meeting of TDG - Sociedade Gestora de Participações Sociais, S.A.

Chairman of the General Meeting of TEIXEIRA DUARTE - Sociedade Gestora de Participações Sociais, S.A.

Chairman of the General Meeting of Votorantim Macau Investimentos, S.A.

Secretary of the General Meeting of GRATAC - Sociedade Gestora de Participações Sociais, S.A.

Secretary of the General Meeting of ILTA - Urbanizadora da Ilha de Tavira, S.A.

Secretary of the General Meeting of TDG - Sociedade Gestora de Participações Sociais, S.A.

Secretary of the General Meeting of TEIXEIRA DUARTE - Sociedade Gestora de Participações Sociais, S.A.

Director of Fundação Brazelton/Gomes-Pedro para as Ciências do Bebê e da Família

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

He does not hold any shares of TEIXEIRA DUARTE, S.A.

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders’ Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **PEDRO MARIA CALAINHO TEIXEIRA DUARTE**, proposed to be elected Chairman of the Board of Directors:

- **Professional Qualifications:**

Degree in Management from Universidade Católica (1977)

- **Professional Activities carried out over the past five years within the scope of Teixeira Duarte Group:**

Chairman of the Board of Directors of TEIXEIRA DUARTE, S.A.

And

Chairman of the Board of Directors of TEIXEIRA DUARTE – Engenharia e Construções, S.A.

- **Professional Activities carried out over the past five years outside the scope of Teixeira Duarte Group:**

Chairman of the Board of Directors of PASIM - Sociedade Imobiliária, S.A.

Chairman of the Board of Directors of PACIM – Gestão e Investimentos, S.A.

Chairman of the Board of Directors of Teixeira Duarte – Sociedade Gestora de Participações Sociais, S.A.

Chairman of the Board of Directors of Banco Comercial Português, S.A.

Vice-Chairman of the General and Supervisory Committee of Banco Comercial Português, S.A.

Member of the Advisory and Strategy Board of EIA – Ensino, Investigação e Administração, S.A.

Manager of F+P – Imobiliária, Lda.

Manager of Terras da Mourinha, Lda.

Manager of Foros dos Olivais, Lda.

Manager of PACIM – CAXALP, Gestão e Investimentos, Lda.

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

42.000 (forty-two thousand) shares

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders’ Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **MANUEL MARIA CALAINHO DE AZEVEDO TEIXEIRA DUARTE**, proposed to be elected Director:

- **Professional Qualifications:**

Degree in Law from Faculdade de Direito da Universidade de Lisboa (1989)

- **Professional Activities carried out over the past five years within the scope of Teixeira Duarte Group:**

Director of TEIXEIRA DUARTE, S.A.

And

Chairman of the Board of Directors of Bonaparte – Imóveis Comerciais e Participações, S.A.

Chairman of the Board of Directors of C+PA – Cimento e Produtos Associados, S.A.

Chairman of the Board of Directors of EMPA S.A. Serviços de Engenharia

Chairman of the Board of Directors of ESTA – Gestão de Hotéis, S.A.

Chairman of the Board of Directors of EVA – Sociedade Hoteleira, S.A.

Chairman of the Board of Directors of IMOPEDROUÇOS – Sociedade Imobiliária, S.A.

Chairman of the Board of Directors of IMOTD – Sociedade Gestora de Participações Sociais, S.A.

Chairman of the Board of Directors of LAGOAS HOTEL, S.A.

Chairman of the Board of Directors of LAGOASFUT – Equipamento Recreativo e Desportivo, S.A.

Chairman of the Board of Directors of PARCAUTO – Sociedade Imobiliária, S.A.

Chairman of the Board of Directors of PTG - Sociedade Gestora de Participações Sociais, S.A.

Chairman of the Board of Directors of QUINTA DE CRAVEL - Imobiliária, S.A.

Chairman of the Board of Directors of ROCHORIENTAL – Sociedade Hoteleira, S.A.

Chairman of the Board of Directors of SINERAMA – Organizações Turísticas e Hoteleiras, S.A.

Chairman of the Board of Directors of STELGEST – Gestão Hoteleira, S.A.

Chairman of the Board of Directors of TD VIA – Sociedade Imobiliária, S.A.

Chairman of the Board of Directors of TDCIM – S.G.P.S., S.A.

Chairman of the Board of Directors of TDE – Empreendimentos Imobiliários, S.A.

Chairman of the Board of Directors of TDEMPA - Gestão de Participações e Investimentos, S.A.

Chairman of the Board of Directors of TDH – Sociedade Gestora de Participações Sociais, S.A.

Chairman of the Board of Directors of TDHC - Instalações para Desporto e Saúde, S.A.

Chairman of the Board of Directors of TDO – Sociedade Gestora de Participações Sociais, S.A.

Chairman of the Board of Directors of TEDAL – Sociedade Gestora de Participações Sociais, S.A.

Chairman of the Board of Directors of TEIXEIRA DUARTE - Gestão de Participações e Investimentos Imobiliários, S.A.

Chairman of the Board of Directors of TRANSBRITAL – Britas e Empreendimentos Imobiliários, S.A.

Chairman of the Board of Directors of V8 – Gestão Imobiliária, S.A.

Chairman of the Board of Directors of VTD - Veículos Automóveis, S.A.

Director of CPM - Companhia de Parques de Macau, S.A.

Director of BONAPARTE – Imóveis Comerciais e Participações, S.A.

Director of EMPA, S.A. Serviços de Engenharia

Director of MARINERTES, S.A.

Director of PTG – Sociedade Gestora de Participações Sociais, S.A.

Director of TDARCOL – Sociedade Gestora de Participações Sociais, S.A.

Director of TDHOSP – Gestão de Edifício Hospitalar, S.A.

Director of TEIXEIRA DUARTE – Engenharia e Construções, S.A.

Director of Teixeira Duarte – Engenharia e Construções (Macau), Lda.

Manager of BONAPAPEL - Artigos de Papelaria e Equipamentos Informáticos - Unipessoal, Lda.

- **Professional Activities carried out over the past five years outside the scope of Teixeira Duarte Group:**

Chairman of the Board of Directors of SEIUR – Sociedade de Empreendimentos Imobiliários e Urbanísticos, S.A.

Chairman of the Board of Directors of NGDI – Gestão e Investimento Imobiliário, S.A.

Chairman of the Board of Directors of ILTA – Urbanizadora da Ilha de Tavira, S.A.

Director of GRATAC – Sociedade Gestora de Participações Sociais, S.A.

Director of ILTA – Urbanizadora da Ilha de Tavira, S.A.

Director of TDG – Sociedade Gestora de Participações Sociais, S.A.

Director of TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A.

Director of Votorantim Macau Investimentos, S.A.

Member of the General and Supervisory Committee of E.I.A. - Ensino, Investigação e Administração, S.A.

Secretary of the General Meeting of HAB – Cooperativa de Construção e Habitação, CRL

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

5.149.575 (five million one hundred and forty-nine thousand five hundred and seventy-five) shares

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders’ Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **JOEL VAZ VIANA DE LEMOS**, proposed to be elected Director:

- **Professional Qualifications:**

Degree in Civil Engineering from Faculdade de Engenharia da Universidade do Porto (1977)

- **Professional Activities carried out over the past five years within the scope of Teixeira Duarte Group:**

Director of TEIXEIRA DUARTE, S.A.

And

Chairman of the Board of Directors of G.E.TRA.M - Groupement D’entreprise de Travaux Maritimes de Bejaia

Chairman of the Board of Directors of GMP – Grupo Marítimo Português, A.C.E.

Chairman of the Board of Directors of GMP MEK - Grupo Marítimo Português Mers El Kebir, A.C.E.

Chairman of the Board of Directors of GMP MKD - Grupo Marítimo Mers El Kebir Dragagens, A.C.E.

Chairman of the Board of Directors of MARINERTES, S.A.

Chairman of the Board of Directors of OFM – Obras Fluviais e Marítimas, S.A.

Chairman of the Board of Directors of Recolte, Serviços e Meio Ambiente, S.A.

Chairman of the Board of Directors of Recolte, Serviços e Meio Ambiente (Porto), S.A.

Chairman of the Board of Directors of SOMAFEL – Engenharia e Obras Ferroviárias, S.A.

Vice-Chairman of the Board of Directors of NOVAPONTE - Agrupamento para a Construção da Segunda Travessia do Tejo, ACE

Director of E.P.O.S. - Empresa Portuguesa de Obras Subterrâneas, S.A.

Director of BEL - ERE - Engenharia e Reabilitação de Estruturas, S.A.

Director of GROUPEMENT MARITIME PORTUGAIS GMP – ORAN

Director of PTG - Sociedade Gestora de Participações Sociais, S.A.

Director of Recolte, Servicios y Medioambiente, S.A., Sociedad Unipersonal

Director of SOMAFEL e FERROVIAS, ACE

Director of TDARCOL - Sociedade Gestora de Participações Sociais, S.A.

Director of TDEMPA - Gestão de Participações e Investimentos, S.A.

Director of TEISOMAR – Obras Marítimas, ACE

Director of TEIXEIRA DUARTE – Engenharia e Construções, S.A.

Director of TEIXEIRA DUARTE - Gestão de Participações e Investimentos Imobiliários, S.A.

Director of EMPA S.A. Serviços de Engenharia

Alternate Director of AVIAS - Grupo Ferroviário para a Alta Velocidade, ACE

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

433.862 (four hundred and thirty-three thousand eight hundred and sixty-two) shares

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders’ Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **CARLOS GOMES BAPTISTA**, proposed to be elected Director:

- **Professional Qualifications:**

Bachelor’s Degree in Engineering from Instituto Industrial de Lisboa (ISEL) (1973)

- **Professional Activities carried out over the past five years within the scope of Teixeira Duarte Group:**

Director of TEIXEIRA DUARTE, S.A.

And

Chairman of the Board of Directors of BEL-ERE – Engenharia e Reabilitação de Estruturas, S.A.

Chairman of the Board of Directors of Recolte, Serviços e Meio Ambiente, S.A.

Chairman of the Board of Directors of Recolte, Serviços e Meio Ambiente (Porto), S.A.

Chairman of the Board of Directors of TDGI - Tecnologia de Gestão de Imóveis, S.A.

Director of EMPA S.A. Serviços de Engenharia

Director of TEIXEIRA DUARTE – Engenharia e Construções, S.A.

Director of TEIXEIRA DUARTE/OPCA - Fungere - Parcela 1.8 do Parque das Nações em Lisboa 3ª Fase –
Empreitada de Acabamentos e Instalações Especiais dos Edifícios para Hotel e Escritórios, ACE

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

62.671 (sixty-two thousand six hundred and seventy-one) shares

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders’ Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **DIOGO BEBIANO BRANCO DE SÁ VIANA REBELO**, proposed to be elected Director:

- **Professional Qualifications:**

Degree in Civil Engineering from Instituto Superior Técnico (1992)

- **Professional Activities carried out over the past five years within the scope of Teixeira Duarte Group:**

Director of TEIXEIRA DUARTE, S.A.

And

Chairman of the Board of Directors of BONAPARTE - Imóveis Comerciais e Participações, S.A.

Chairman of the Board of Directors of IMOPEDROUÇOS - Sociedade Imobiliária, S.A.

Chairman of the Board of Directors of QUINTA DE CRAVEL IMOBILIÁRIA, S.A.

Chairman of the Board of Directors of TDE - Empreendimentos Imobiliários, S.A.

Chairman of the Board of Directors of TDHOSP - Gestão de Edifício Hospitalar, S.A.

Chairman of the Board of Directors of TDO - Investimento e Gestão, S.A.

Chairman of the Board of Directors of TEIXEIRA DUARTE - Distribuição, S.A.

Chairman of the Board of Directors of TRANSBRITAL - Britas e Empreendimentos Imobiliários, S.A.

Chairman of the Board of Directors of V8 - Gestão Imobiliária, S.A.

Director of BONAPARTE - Imóveis Comerciais e Participações, S.A.

Director of ILTA - Urbanizadora da Ilha de Tavira, S.A.

Director of IMOPEDROUÇOS - Sociedade Imobiliária, S.A.

Director of IMOTD - Sociedade Gestora de Participações Sociais, S.A.

Director of PARCAUTO - Sociedade Imobiliária, S.A.

Director of QUINTA DE CRAVEL IMOBILIÁRIA, S.A.

Director of TD VIA - Sociedade Imobiliária, S.A.

Director of TDE - Empreendimentos Imobiliários, S.A.

Director of TEIXEIRA DUARTE - Gestão De Participações e Investimentos Imobiliários, S.A.

Director of TRANSBRITAL - Britas e Empreendimentos Imobiliários, S.A.

Director of V8 - Gestão Imobiliária, S.A.

Director of BONAPAPEL - Artigos de Papelaria e Equipamentos Informáticos - Unipessoal

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

31.160 (thirty-one thousand one hundred and sixty) shares

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders’ Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **JORGE RICARDO DE FIGUEIREDO CATARINO**, proposed to be elected Director:

- **Professional Qualifications:**

Degree in Civil Engineering from Faculdade de Engenharia da Universidade do Porto (1974)

- **Professional Activities carried out over the past five years within the scope of Teixeira Duarte Group:**

Director of TEIXEIRA DUARTE, S.A.

And

Chairman of the Board of Directors of CONBATE, A.C.E.

Director of Abdul Rahman Saad Al Rashid And Sons & Teixeira Duarte, Limited Liability Company

Director of DOURO LITORAL, ACE

Director of EMPA S.A. Serviços de Engenharia

Director of ENGIL / MOTA / TEIXEIRA DUARTE - Requalificações Urbanas, ACE

Director of GPCC - Grupo Português de Construção de Infraestruturas de Gás Natural, ACE

Director of GROUPE ETRHB HADDAD - TEIXEIRA DUARTE - EL HARRACH DOUERA

Director of GROUPEMENT MÊTRO D'ALGER CENTRE (GMAC)

Director of GROUPEMENT TEIXEIRA DUARTE / GROUPE ETRHB HADDAD

Director of GROUPEMENT TEIXEIRA DUARTE, S.A. / KANAGHAZ, SPA - LAGUNES DE SOUF

Director of MOLINORTE - Linha do Norte, Construção Civil, ACE

Director of MTS - Metro, Transportes do Sul, S.A.

Director of TDEMPA - Gestão de Participações e Investimentos, S.A.

Director of TEIX.CO, SPA

Director of Teixeira Duarte Algérie, SPA

Director of Teixeira Duarte – Engenharia e Construções, S.A.

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

180.000 (one hundred and eighty) shares

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders' Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **ÓSCAR MANUEL MACHADO DE FIGUEIREDO**, proposed to be elected Chairman of the Supervisory Board:

- **Professional Qualifications:**

Degree in Accounting and Administration from Instituto Superior de Contabilidade e Administração de Coimbra.

- **Professional Activities carried out over the past five years within the scope of Teixeira Duarte Group:**

Chairman of the Supervisory Board of TEIXEIRA DUARTE, S.A.

And

Alternate member of the Supervisory Board of TEIXEIRA DUARTE, S.A.

- **Professional Activities carried out over the past five years outside the scope of Teixeira Duarte Group:**

Member of the Governing Body of the Portuguese Certified Auditors' Association (Ordem dos Revisores Oficiais de Contas)

Member of the Executive Commission of the Commission of Accounting Standards (Comissão de Normalização Contabilística)

Effective member of the Supervisory Board of PT Portugal, SGPS, S.A.

Effective member of the Supervisory Board of Real Vida Seguros, S.A.

Effective member of the Supervisory Board of Sporting Clube de Portugal

As Certified Auditor:

- Kapaconsult, S.A. - Statutory Auditor

- Façonnable, Unipessoal, Lda. - Report on contributions in kind

As Consultant:

- MONERIS, SA - Accounting Opinions

- Mozambique – Implementation of Accounting International Rules; Training on International Auditing and Accounting Rules (Ministry of Finance, Bank of Mozambique, Hidro Eléctrica Cahora Bassa)
- Angola - Implementation of the New Accounting Plan (Ministry of Finance); Support on the Constitution of the Professional Organization of Accountants and Auditors (Angola National Bank); Training

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

He does not hold any shares of TEIXEIRA DUARTE, S.A.

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders' Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **MATEUS MOREIRA**, proposed to be elected Member of the Supervisory Board:

- **Professional Qualifications:**

Degree in Finance from ISCEF (1972)

- **Professional Activities carried out over the past five years within the scope of Teixeira Duarte Group:**

Member of the Supervisory Board of TEIXEIRA DUARTE, S.A.

And

He has been Member of the Supervisory Board of TEIXEIRA DUARTE – Engenharia e Construções, S.A., since May 2007, as this used to be the leading listed company of Teixeira Duarte Group.

- **Professional Activities carried out over the past five years outside the scope of Teixeira Duarte Group:**

Retired on 30/09/2003 from Millennium BCP bank, where he was Central Deputy Director.

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

He does not hold any shares of TEIXEIRA DUARTE, S.A.

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders’ Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **MIGUEL CARMO PEREIRA COUTINHO**, proposed to be elected Member of the Supervisory Board:

- **Professional Qualifications:**

Attended the 2nd year of Instituto Superior de Agronomia (1952)
Entrepreneur

- **Professional Activities carried out over the past five years within the scope of Teixeira Duarte Group:**

Member of the Supervisory Board of TEIXEIRA DUARTE, S.A.

And

He has been Member of the Supervisory Board of TEIXEIRA DUARTE – Engenharia e Construções, S.A., since May 2007, as this used to be the leading listed company of Teixeira Duarte Group.

- **Professional Activities carried out over the past five years outside the scope of Teixeira Duarte Group:**

Retired

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

He holds, in joint ownership, 10.000 shares of TEIXEIRA DUARTE, S.A.

Additionally to the proposal put forward by the shareholder TEIXEIRA DUARTE – Sociedade Gestora de Participações Sociais, S.A. within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders' Meeting of the 30th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning Mr. **RUI PEDRO FERREIRA DE ALMEIDA**, proposed to be elected Alternate Member of the Supervisory Board:

- **Professional Qualifications:**

Degree in Management from Instituto Superior de Economia e Gestão (1997)

Advanced Degree in Human Behaviour in Organisations (AESE) (2007)

Post-Graduate in Mergers and Acquisitions (EGP-UPBS) (2009)

- **Professional Activities carried out over the past five years outside the scope of Teixeira Duarte Group:**

Chief Executive Officer and Director of MONERIS, SGPS, S.A.

Chairman of the Supervisory Board of The British-Portuguese Chamber of Commerce

- **Number of TEIXEIRA DUARTE, S.A. shares held:**

He does not hold any shares of TEIXEIRA DUARTE, S.A.