

GENERAL SHAREHOLDERS' MEETING OF "TEIXEIRA DUARTE, S.A."

27^H OF MAY 2019

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

WHEREAS:

- A) It is up to the Supervisory Board propose to the Shareholders' General Meeting the designation of the Statutory Auditor, under the terms of article 420.º, nr 2, paragraph b) of the Commercial Companies Code;
- B) This Supervisory Board studied and took into account the supervision requirements of "Teixeira Duarte, S.A." activity and those of the companies controlled by it, as well as the commitments of that entity as the leading listed company of an Economic Group that operates in several areas and countries, which has consolidated accounts and which must comply with several legal provisions of financial and corporate reporting;
- C) This Supervisory Board ensured that the below referred entity and its representative comply with the independence requirements and that they have no incompatibility for performing the duty as "Teixeira Duarte, S.A." Statutory Auditor, and that it was elected for the first time to the position in the General Assembly of May 30th, 2015, to exercise their functions during the for-year period 2015/2018;
- D) This Board's assessment of the activity of the entity that held the position Company of Chartered Accountants of "Teixeira Duarte, S.A." during the whole four-year period is positive - as expressed in the minutes of the meetings of this Supervisory Board and in the Reports annually produced - and that the relationship maintained between the two bodies was of efficient cooperation and interconnection for the exercise of both their functions, in particular as a result of meetings and regular contacts with representatives of both bodies,

The Supervisory Board, regarding the matters included in the Sixth Item of the Agenda of this General Shareholders' Meeting, proposes the following:

1. The election, as Statutory Auditor, to perform its duties during the four-year period 2019/2022 "Moore Stephens & Associados, SROC, S.A.", Statutory Auditor Firm nr. 173, with

head office at Avenida Miguel Bombarda, nr. 36, 6th floor A and B, Lisbon, taxpayer nr. 505.062.615, represented by António Gonçalves Monteiro, Statutory Auditor nr. 382, married, resident at Calçada Palma de Baixo, nr. 6, 10^o C, Lisbon, taxpayer nr. 122.076.915;

2. In accordance with the corporate bodies remuneration policy of settled under the Corporate Governance and approved on this Shareholders' General Meeting, its retribution shall be set by the Remunerations Committee foreseen at article 11 of the Company's Bylaws.

Lagoas Park, the 29th of April 2019

The Supervisory Board,

Óscar Manuel Machado de Figueiredo

Mateus Moreira

Miguel Carmo Pereira Coutinho

Note: On this date, the additional information established in article 289, nr 1, paragraph d) of the Portuguese Companies Code concerning the entity above proposed for Statutory Auditor was delivered in the Company's head-office and is 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 Supervisory Board within the scope of the 6th item of the agenda of TEIXEIRA DUARTE, S.A. Annual General Shareholders' Meeting of the 27th of May, we hereby disclose the information prepared under the terms of article 289, nr. 1 d) of the Portuguese Companies Code, concerning **Moore Stephens & Associados, SROC, S.A.**, represented by Mr. António Gonçalves Monteiro, Statutory Auditor, proposed to be elected Statutory Auditor:

Professional Qualifications:

Not applicable as it is a collective entity

Professional Activities carried out over the past five years:

The Company is registered at the Chamber of Statutory Auditors and registered, as Auditor, at the Securities Market Commission.

The company provides professional services of audit and statutory audit as well as financial and tax consultancy in several companies in different areas of activity, operating in Portugal since 1984.

Internationally, the company is incorporated in a large network of auditors and consultants made up of independent firms providing services in more than 100 countries.

Within the scope of its activity, the company held the position of Statutory Auditor of three companies included in the consolidation perimeter of the TEIXEIRA DUARTE, S.A..

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

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