

**SONAE INDÚSTRIA, SGPS, S.A.**

Registered Office: Lugar do Espido, Via Norte, Maia  
Registered at the Commercial Registry of Maia  
Registry and Tax no. 506 035 034  
Share Capital: € 812,107,574.17  
Publicly Traded Company

**INSIDE INFORMATION****Resolutions taken by the Shareholders' Annual General Meeting and by the Board of Directors**

In accordance with Article 249 of the Portuguese Securities Code and CMVM Regulation no. 5/2008, we hereby announce that, at the Shareholders' Annual General Meeting held on the present date, the following decisions were taken:

1. The Annual Report, the individual and consolidated Accounts and respective annexes, for the year 2014, were approved;
2. The following proposal for the appropriation of profit was approved:  
*"Sonae Indústria, SGPS SA, as the holding company of the Group, on an individual accounts basis, generated a negative Net Result of 132,057,821.66 Euros for 2014.  
The Board of Directors proposes to the Shareholders Annual General Meeting to transfer this negative Net Result to retained earnings."*
3. A vote to express appreciation for and confidence in the management and supervision bodies of the Company was approved;
4. The proposal on the ratification of the co-option of the director Carlos António Rocha Moreira da Silva occurred in the Board of Directors, on the 12<sup>th</sup> November, 2014, was approved;
5. The election of the statutory bodies and of the Shareholders' Remuneration Committee for the new mandate (2015/2017) was approved:

**Board of the General Meeting:**

Carlos Manuel de Brito do Nascimento Lucena - Chairman

**Sonae Indústria, SGPS, SA**

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- Maria Daniela Farto Baptista Passos - Secretary

**Board of Directors:**

- Duarte Paulo Teixeira de Azevedo
- Carlos António Rocha Moreira da Silva
- Albrecht Olof Lothar Ehlers
- Javier Vega de Seoane Azpilicueta
- José Joaquim Romão de Sousa
- Rui Manuel Gonçalves Correia
- George Christopher Lawrie
- Kurt Jan Bergmann

**Statutory Audit Board:**

- Manuel Heleno Sismeiro – Chairman
- Óscar José Alçada da Quinta
- António Augusto Almeida Trabulo
- Paulo Manuel Carvalho da Silva - Substitute

**Statutory External Auditor**

- PricewaterhouseCoopers & Associados - SROC, Lda. represented by Hermínio António Paulos Afonso

**Shareholders' Remuneration Committee:**

- Efanor Investimentos, SGPS, S.A., represented by Duarte Paulo Teixeira de Azevedo
- Imparfin – SGPS, S.A., represented by José Fernando Oliveira de Almeida Côrte-Real
- Prof. José Manuel Neves Adelino.

6. The statement on the remuneration policy of the Statutory Governing Bodies and “Persons Discharging Managerial Responsibilities” of the Company, presented by the shareholder “Efanor Investimentos, SGPS, S.A.”, was approved;
7. The remuneration of the members of the Shareholders' Remuneration Committee, was approved;
8. The proposal authorising the Board of Directors to acquire and sell the Company's own shares, for a period of eighteen months under the limits established by Law, was approved;

9. The proposal authorising the Board of Directors to acquire and sell the Company's own bonds, for a period of eighteen months under the limits established by Law, was approved;

10. The proposal authorising the acquisition and holding of the Company's shares by the Company's direct or indirectly controlled affiliates, over eighteen months under the limits established by Law, was approved.

Moreover, we hereby announce that, arising from the Board of Directors meeting held also on the present date, the following decisions were taken:

1. To appoint the director Paulo Duarte Teixeira de Azevedo as **Chairman of the Board of Directors**;
2. To appoint the director Carlos António Rocha Moreira da Silva as **Executive Vice-Chairman of the Board of Directors**;
3. To constitute an **Executive Committee** composed by the following members:
  - Rui Manuel Gonçalves Correia - CEO
  - George Christopher Lawrie - CFO
  - Kurt Jan Bergmann - CITO;
4. To appoint the following **Board Committees with specialised competencies**, with the following composition:
  - Board Audit and Finance Committee**
    - Javier Vega de Seoane Azpilicueta (Chairman)
    - Carlos António Rocha Moreira da Silva
    - José Joaquim Romão de Sousa
    - Albrecht Olof Lothar Ehlers
  - Social Responsibility, Environment and Ethics Committee**
    - José Joaquim Romão de Sousa (Chairman)
    - Albrecht Olof Lothar Ehlers
    - Javier Vega de Seoane Azpilicueta

**Board Nomination and Remuneration Committee**

- Carlos António Rocha Moreira da Silva (Chairman)
- José Joaquim Romão de Sousa
- Albrecht Olof Lothar Ehlers;

**5. To appoint as the Company's Secretary:**

- Júlia Maria Moreira da Silva Santos - **Effective**
- Patrícia Isabel Chemega dos Santos – **Substitute.**

Maia, 31<sup>st</sup> March, 2015

The Representative for Relations with Capital Markets and CMVM,

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(Christopher Lawrie)