

**CHARACTERIZATION OF CORPORATE BODIES OF MARTIFER – SGPS, S.A.****BOARD OF DIRECTORS**

**Carlos Manuel Marques Martins** is the Chairman of the Management Board of Martifer since its incorporation in 2004 and one of the founding shareholders of Martifer Group in 1990, having started his professional activities in 1987 in the Company Carvalho & Nogueira, Lda, as Director of Production in the iron sector. He has a degree in Mechanical Engineering completed at FEUP (Faculdade de Engenharia, Universidade do Porto).

**Jorge Alberto Marques Martins** is a Board Member of Martifer since its incorporation in 2004, CEO since October 2009, and one of the founding shareholders of Martifer Group in 1990, having started his professional activities in 1987 at SOCARPOR - Sociedade de Cargas Portuárias (Douro e Leixões), Lda as Adjunct to the Financial Director. He has a degree in Economics completed at FEP (Faculdade de Economia, Universidade do Porto) and a MBA completed at UCP (Universidade Católica Portuguesa).

**Arnaldo José Nunes da Costa Figueiredo** is a member of the Board of Directors of Martifer (non executive and non independent director) since 30<sup>th</sup> April 2010. He has a degree in Civil Engineering at Faculdade de Engenharia da Universidade do Porto (1977). He was Chairman of Mota-Engil, Engenharia e Construção, SA and of the Board of Directors of MEITS - Mota-Engil, imobiliária e turismo, SA; Manager of Mota Internacional, LDA.; Chairman of Board of the Shareholders General Assembly of Maprel-Nelas, Indústria de Pré-Fabricados em Betão, SA; Member of the Board of the Shareholders General Assembly of Paviterra, SARL; Chairman of the Remuneration Committee (on behalf of Mota-Engil, Engenharia e Construção, SA) of Ferrovias e Construções, SA; of Aurimove – Sociedade Imobiliária, SA; of Nortedomus – Sociedade Imobiliária, SA; and of Planinova – Sociedade Imobiliária, SA.

**Pedro Miguel Rodrigues Duarte** is a member of the Board of Directors of Martifer (CEO) since 18<sup>th</sup> may, 2018. He graduated in Mechanical Engineering from the Faculty of Sciences and Technologies of the University of Coimbra (FCTUC) since 1999. He completed the Advanced Management Program at the Kellogg School of Management / Catholic University in 2016. In 2000 he started his professional activity, Visabeira (Visabeira Industria) and Grupo PSA Peugeot Citröen. He has extensive international experience, initially working for the Martifer Group in Eastern Europe, first in Poland, where he was responsible for the implementation and start-up of the local factory structure and later as coordinating director of the manufacturing facilities of Poland and Romania, where he resided between 2004 and 2010. Between 2010 and 2013, he took over the position of CEO of the Martifer Group in the Metallic Constructions Africa area. He was a member of the Board of Directors in several companies of the Group, with emphasis on Martifer Construction Maroc SARL AU (Morocco); Martifer-Amal S.A. (Mozambique) and Construções Metálicas Angola S.A. (Angola), along with the position of member of the Board of Directors of Martifer - Construções Metalomecânicas, S.A. (Portugal). Also in 2010, he became responsible for the Martifer Group's Naval Construction area, and since then has been a member of the Board of Directors of Navalria - Docas, Construções e Reparações Navais, SA (Shipyards of Aveiro, Portugal) Management at West Sea - Estaleiros Navais, SA (Shipyards of Viana do Castelo, Portugal)

**Pedro Nuno Cardoso Abreu Moreira** is a member of the Board of Directors of Martifer (CFO and executive, non-independent director) since January 6, 2015, date on which he was co-opted further to the resignation of Mr. Mário Rui Rodrigues Matias. He has a degree in Economics at Faculdade de Economia da Universidade do Porto (1999), and has been granted an Advanced Management Programme for Managers by Oporto Business School and an In-Company Executive Training Programme by AESE

Business School. Has extensive international experience, initially being appointed to perform corporate financial coordination functions within Mota Engil Group's operations in Central Europe, Africa and Latin America; lived between 2008 and 2014 in Warsaw and Budapest, and was appointed to several board positions of the Mota-Engil Group's operations in Central Europe in the areas of Real Estate, PPP / PFI, M&A and Corporate Development. During this period was appointed as member of the Board of Directors at several companies within Mota Engil Group, notably Mota Engil Central Europe SA (Poland), Mota-Engil Real Estate Management (Holding Real Estate Central Europe), Mota Engil EC CZ (Czech Republic) Mota-Engil EC Slovakia (Slovakia), Mota-Engil Magyar (Hungary), Mota Engil EC RO (Romania)), Mota-Engil Brand Management (Netherlands), Mota-Engil Brand Development (Ireland).

**Maria Sílvia da Fonseca Vasconcelos da Mota** is a member of the Board of Directors of Martifer (non executive and non independent director) since 18th may, 2018. She holds a degree in Civil Engineering from the Engineering School of the University of Porto and began her professional career through several operational areas of the Mota-Engil Group. Later, she left her responsibilities in the Mota-Engil Group and took up her duties as Chief Financial Officer in the family holding company. In 2016, he returned to the Mota-Engil Group, where he is currently a member of the Board of Directors of several companies, including Mota Gestão Participações, SGPS, SA and Mota-Engil, Engenharia e Construção, SA, with the financial responsibility of Mota-Engil Europe.

**Vítor Manuel Álvares Escária** is a member of the Board of Directors of Martifer (non executive and independent director) since 18th may, 2018. He holds a Master's degree in Monetary and Financial Economics from the ISEG - Instituto Superior de Economia e Gestão - Universidade Técnica de Lisboa since 1997. He is also a Doctor of Philosophy in Economics, University of York, York - United Kingdom (2004). He is an Assistant Professor at the Instituto Superior de Economia e Gestão (ISEG) at the Universidade Técnica of Lisbon, now called Lisbon University since 2004. He was Visiting Professor at the Faculty of Economics, Agostinho Neto University, Angola (2014/2015); Visiting Professor at the Faculty of Economics, Universidade Lusíada de Angola, Angola (2014/2015); Visiting Professor at the Faculty of Economics, Eduardo Mondlane University, Mozambique (2011). He was also Economic Advisor to the Office of the Prime Minister of the XXI Government of the Portuguese Republic (2016/2017); Senior External Expert of the European Commission in the design of sectoral dialogues EU Brazil (2013/2014); Economic Advisor to the Office of the Prime Minister of the XVII and XVIII Governments of the Portuguese Republic (2005/2011) and Member of the Directive Committee of CIRIUS - Center for Regional and Urban Research.

**Mariana Machado França Gouveia Sande Nogueira** is a member of the Board of Directors of Martifer (non executive and independent director) since 18th may, 2018. She has been a lawyer since 2000 and holds a law degree from the Faculty of Law of the University of Lisbon (FDUL) since 1997. She obtained her PhD from the Faculty of Law of Universidade Nova de Lisboa (FDUNL) in 2003. She is a Professor at the Faculty of Law of Universidade Nova de Lisboa since 2003 with the regency, among others, of the disciplines of Procedural Law and Arbitration. She has been a member of the Arbitration Commission of CCI Portugal since 2012 and is Professor Responsible for the Laboratory of Alternative Dispute Resolution at the Faculty of Law of Universidade Nova de Lisboa since 2007. She is also Scientific Coordinator of the University Extension Course in Arbitration at the Faculty of Law of the New University of Lisbon. He was a Member of the Board of Directors of the Francisco Manuel dos Santos Foundation (2013/2017); Vice-President of the Council of the Commercial Arbitration Center of the Portuguese Chamber of Commerce and Industry (2012/2017); Consultant to the Litigation and Arbitration Department of SRS Advogados (2010/2016); Director of the Office

of Audit and Modernization of the Ministry of Justice (2004/2005); Consultant to the Office of Legislative Policy and Planning of the Ministry of Justice (2002/2004) and Advisor to the Office of the Minister of Justice (2002).

## CARLOS MANUEL MARQUES MARTINS

### a) Positions within the Martifer Group:

CHAIRMAN OF THE BOARD OF DIRECTORS: Martifer - SGPS, S.A.  
Duelobrigatório S.A.  
Eviva Beteiligungsverwaltungs GmbH (Austria)  
Martifer Deutschland GmbH (Alemanha)

MEMBER OF THE BOARD OF DIRECTORS: Martifer Construcciones PERÚ, SA

MEMBER OF THE SUPERVISORY BOARD: Martifer Renewables, SA (Polónia)

MANAGER: West Sea - Estaleiros Navais, Unipessoal, Lda.

### b) Positions outside the Group:

CHAIRMAN OF THE BOARD OF DIRECTORS: I'M - SGPS, S.A.  
Almina Holding, S.A.  
Estia – SGPS, S.A.  
Tavira Gran Plaza, SA  
Severis, SGPS S.A.  
Vetor Diálogo, SGPS S.A.  
Promodois – Investimentos Imobiliários, S.A.  
Promovinte – Investimentos Imobiliários, S.A.  
The Visitor View, S.A.

MEMBER OF THE BOARD OF DIRECTORS: Estialiving, SGPS S.A.  
PCI - Parque de Ciência e Inovação, S.A.  
(em representação da I'M - SGPS, S.A.)  
Estia Retail & Warehousing S.R.L.  
Mamaia Investments S.R.L.  
Office Building Vacaresti SRL

MANAGER: Exclusipolis, SGPS, Lda.  
PANNN - Consultores de Geociências, Lda.  
Segmento Protagonista, SGPS, Lda.  
Promoquinze – Investimentos Imobiliários, Lda.  
Estiadevelopment, Unipessoal, Lda.  
I'M – Serviços de Gestão, Unipessoal, Lda.  
Loftmoments – Investimentos Imobiliários, Unipessoal, Lda.  
Promodoze – Investimentos Imobiliários, Lda.

SOLE DIRECTOR:

Black and Blue Investimentos, S.A.  
Expertooption, SGPS, SA  
Vogais Dinâmicas S.A.  
Detalhes Urbanos – Promoção Imobiliária S.A.

## JORGE ALBERTO MARQUES MARTINS

### a) Positions within the Martifer Group:

VICE- CHAIRMAN OF THE BOARD OF DIRECTORS

Martifer - SGPS, S.A.

MEMBER OF THE BOARD OF DIRECTORS:

Eviva Beteiligungsverwaltungs GmbH (Austria)  
Martifer Deutschland GmbH (Alemanha)

MEMBER OF THE SUPERVISORY BOARD:

Martifer Renewables, SA (Polónia)

MANAGER:

Global Holding Limited (Malta)  
Global Engineering & Consulting Limited

### b) Positions outside the Group:

MEMBER OF THE BOARD OF DIRECTORS:

I'M - SGPS, S.A.  
Estia SGPS, S.A.  
Tavira Gran Plaza, SA  
Severis, SGPS S.A.  
Vetor Diálogo, SGPS S.A.  
Promovinte – Investimentos Imobiliários, S.A.  
Promodois – Investimentos Imobiliários, S.A.

SOLE DIRECTOR

BRASEME -Investimentos e Consultoria, S.A.

MANAGER:

Promoquinze – Investimentos Imobiliários, Lda.  
I'M – Serviços de Gestão, Unipessoal, Lda.  
Estiadevelopment, Unipessoal, Lda.  
Segmento Protagonista, SGPS, Lda.  
Loftmoments – Investimentos Imobiliários, Unipessoal, da.  
Exclusipolis, SGPS, Lda.  
Promodoze – Investimentos Imobiliários, Lda.

ARNALDO JOSÉ NUNES DA COSTA FIGUEIREDO

**a) Positions within the Martifer Group:**

VICE- CHAIRMAN OF THE BOARD OF DIRECTORS: Martifer - SGPS, S.A.

MEMBER OF THE BOARD OF DIRECTORS: Duelobrigatório S.A.

DIRECTOR: Martifer Solar Inc. (EUA)

**b) Positions outside the Group:**

CHAIRMAN OF THE BOARD OF DIRECTORS: Mota-Engil, Indústria e Inovação, SGPS, SA

VICE- CHAIRMAN OF THE BOARD OF DIRECTORS: Mota-Engil, SGPS, SA

MEMBER OF THE BOARD OF DIRECTORS: Vetor Diálogo, SGPS S.A.

MEMBER OF THE GENERAL BOARD: AEM - Associação de Empresas Emitentes de Valores Cotados em Mercado

MEMBER OF THE BOARD: PROFORUM - Associação para o Desenvolvimento da Engenharia

CHAIRMAN OF THE GENERAL MEETING: Mercado Urbano – Gestão Imobiliária, S.A.

## PEDRO MIGUEL RODRIGUES DUARTE

### Positions within the Martifer Group:

CHAIRMAN OF THE BOARD OF DIRECTORS:	Martifer Metallic Constructions, SGPS, S.A. Martifer Construções Metalomecânicas, S.A. Sociedade de Madeiras do Vouga, S.A. Martifer Renewables SGPS, S.A. Martifer Renewables, S.A. Martifer Solar SGPS, S.A. Navalria-Docas, Construções e Reparações Navais, S.A. Martifer Construções Metálicas Angola, S.A. Martifer Renewables, S.A. (Polónia)
MEMBER OF THE BOARD OF DIRECTORS:	Martifer - SGPS, S.A. Martifer-Visabeira, S.A. (Moçambique)
MANAGER:	Promoquatro - Investimentos Imobiliários Lda. West Sea - Estaleiros Navais, Unipessoal, Lda.

### b) Positions outside the Group:

MEMBER OF THE BOARD OF DIRECTORS:	Ventinveste, S.A.
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## PEDRO NUNO CARDOSO ABREU MOREIRA

### a) Positions within the Martifer Group:

MEMBER OF THE BOARD OF DIRECTORS:	Martifer - SGPS, S.A. Martifer Metallic Constructions, SGPS, S.A. Martifer Construções Metalomecânicas, S.A. Sociedade de Madeiras do Vouga, S.A. Martifer Renewables SGPS, S.A. Martifer Renewables, S.A. Martifer Solar SGPS, S.A. Duelobrigatório S.A. Navalria-Docas, Construções e Reparações Navais, S.A. Liszki Green Park Sp. Z o.o. (Polónia); M-City Gliwice Sp. Z o.o (Polónia); Park Logistyczny Biskupice Sp. Z o.o. (Polónia) Martifer Renewables, S.A. (Polónia)
DIRECTOR:	Martifer Renewables Italy B.V. (Holanda)

Martifer Solar Inc. (EUA)

MANAGER:

Promoquatro - Investimentos Imobiliários Lda.  
West Sea - Estaleiros Navais, Unipessoal, Lda.

**b) Positions outside the Group:**

MEMBER OF THE BOARD OF DIRECTORS:

Ventinveste, S.A.

MEMBER OF THE GENERAL BOARD:

AEM - Associação de Empresas Emitentes de Valores  
Cotados em Mercado

**MARIA SÍLVIA DA FONSECA VASCONCELOS DA MOTA**

**a) Positions within the Martifer Group:**

MEMBER OF THE BOARD OF DIRECTORS:

Martifer, SGPS, S.A.

**b) Positions outside the Group:**

PRESIDENTE DO CONSELHO DE ADMINISTRAÇÃO:

Mota Global – Planeamento, S.A.

MEMBER OF THE BOARD OF DIRECTORS:

Mota-Engil Europa, S.A.  
Mota-Engil, Engenharia e Construção, S.A.  
MESP – Mota-Engil, Serv. Partilhados Adm. e de Gestão, S.A.  
Swipe News, S.A.  
ME Real Estate – Mota-Engil Real Estate Portugal, S.A.  
Mota-Engil Central Europe Management, SGPS, S.A.  
Mota Gestão e Participações – Soc. Gest. de Part. Soc, S.A.  
Mota-Engil Railway Engineering, S.A.  
Mota-Engil Real Estate, SGPS, S.A.  
Oriental HUB–Rec. Expl. Ant.Matadouro Ind. do Porto, S.A.

MANAGER:

Covelas – Energia, Lda.  
Imogera, Lda.  
Cerâmica de Boialvo, Lda.  
(em representação da Mota Gestão e Participações – Sociedade Gestora de Participações Sociais, S.A.)

BOARD OF DIRECTORS' SECRETARY:

Sunviauto México – Sociedad Anonima de Capital Variable

SUPERVISORY BOARD MEMBER:

Mota-Engil Magyarország Beruházási És Építőipari  
Zártkörűen Működő Részvénytársaság  
Öböl XI. Ingatlanhasznosítási Beruházó És Szolgáltató  
Korlátolt Felelősségű Társaság  
Mota-Engil Central Europe Česká Republika, A.S.

## VÍTOR MANUEL ÁLVARES ESCÁRIA

### Positions within the Martifer Group:

MEMBER OF THE BOARD OF DIRECTORS: Martifer, SGPS, S.A.

He does not take part on any other company inside or outside Martifer Group.

## MARIANA MACHADO FRANÇA GOUVEIA SANDE NOGUEIRA

### Positions within the Martifer Group:

MEMBER OF THE BOARD OF DIRECTORS: Martifer, SGPS, S.A.

He does not take part on any other company inside or outside Martifer Group.

## BOARD OF THE GENERAL MEETING

### Chairman of the General Meeting

**José Joaquim Neiva Nunes de Oliveira** has a degree in Law from the Universidade Católica Portuguesa (Porto), practicing law from 2005 until the present (partner of Nunes de Oliveira - Sociedade de Advogados, RL), primarily in the areas of civil law, bonds, commercial companies and mergers and acquisitions. He also held a law practice in Macao between August 2006 and September 2009. He was Director of the legal department of Martifer SGPS, SA between July 2011 and December 2014 and company's secretary from July 2011 and in the mandate from 2012 to 2014. He served as President and Secretary of the Board of the General Meeting in several companies from and outside the Martifer SGPS, SA group until the end of 2014.

### Vice- Chairman of the General Meeting

**Luis Leitão Marques Vale Lima** holds a degree in Law from the University of Coimbra, he's a PhD student in Law from the Portuguese Catholic University (Porto). He practiced law from 2004 to the present, primarily in the areas of public law and tax law. He was Legal Adviser in the European Parliament for International Trade between 2009 and 2012 and Director of the Legal Department of the Health Regulatory Entity between 2012 and 2015.



**Secretary of the General Meeting**

**Luis Neiva de Oliveira Nunes de Oliveira** holds a degree in Law from the Universidade Católica Portuguesa (Porto) and holds a degree in European Studies and Labor Law from the University of Coimbra Law School. He has been practicing law from 2011 to the present (partner of Nunes de Oliveira - Sociedade de Advogados, RL), primarily in the areas of civil, labor, public law, bonds and commercial companies.

**SUPERVISORY BOARD****Chairman of the Supervisory Board**

**Paulo Sérgio Jesus das Neves** is a member of the Supervisory Board of Martifer (Supervisory Board Chairman). He holds a degree in Accounting Auditing, with Higher Specialized Studies in Auditing. He holds an MBA in Finance from the Faculdade de Economia do Porto (FEP). He is a Chartered Accountant, registered with the Order of Chartered Accountants under no. 1342, having been active since February 2008. He is a consultant for companies in the areas of organization and management, finance, taxation and accounting.

**Américo Agostinho Martins Pereira** is a member of the Supervisory Board of Martifer (Supervisory Board Member). He holds a degree in Accounting Auditing, with Higher Specialized Studies in Auditing. He is a Chartered Accountant, enrolled in the Order of Chartered Accountants under number 877, having been active since April 1994, initially individually and since March 2013 as a partner of the company M.PEREIRA & ASSOCIADOS, SROC, LDA..

**Mária Maria Machado Lapa de Barros Peixoto** is a member of the Supervisory Board of Martifer (Supervisory Board Member). She holds a degree in Economics from the Faculdade de Economia da Universidade do Porto since 1993. She is an Official Auditor, enrolled in the Order of Chartered Accountants under number 1258, practicing the activity since 2006. Between 2012 and 2014 she was a member of the Consultative Council of the Northern Regional Section of the Order of Chartered Accountants from 2014 to 2017 was the Assistant Director of the Northern Regional Section of the Order of Chartered Accountants and currently serves as a member of the Board of the Order of Official Chartered Officers of bills.

**António Baia Engana** is an alternate member of the Supervisory Board of Martifer (Alternate Supervisory Board Member). He holds a bachelor's degree in economics from the Instituto Superior de Economia (ISE) and a bachelor's degree in accounting from the Instituto Comercial de Lisboa (ICL). He has been a Chartered Accountant since 1989, enrolled in the Order of Chartered Accountants under number 612, and is currently a member of ALVES DA CUNHA, A. DIAS & ASSOCIADOS, SROC, LDA. of the Executive Committee of the Accounting Standards Committee, and chaired the Executive Committee from 1999 to 2005. He has been a member of the Supervisory Boards of insurance companies since October 2009.

## STATUTORY AUDITOR

**PRICEWATERHOUSECOOPERS & Associados – Sociedade de Revisores Oficiais de Contas, Lda.**, tax identification number 506 628 752, with registered office at Palácio Sottomayor, Rua Sousa Martins, 1 – 3º, 1050-217 Lisboa, registered with the Ordem dos Revisores oficiais de Contas under the number 183, and registered at CMVM under the number 9077.

**José Miguel Dantas Maio Marques**, tax identification number 226 246 671, with address at Rua António Bessa Leite, 1516 B – 4º Esquerdo, 4050-074 Porto, registered with the Ordem dos Revisores oficiais de Contas under the number 1271, and registered at CMVM under the number 20160882.

## REMUNERATION COMMITTEE

**António Manuel Queirós Vasconcelos da Mota** has a degree in Civil Engineering (Inland Communications) completed at Faculdade de Engenharia, Universidade do Porto. Currently performs duties as Chairman of the Board of Directors of Mota-Engil, SGPS, SA, a position he holds since 2000. He has already served as Chairman of the Board in other companies, in particular, Mota-Engil, Engenharia e Construção, SA (2003-2006), Mota-Engil Internacional, SA (2000-2003), Engil - Sociedade de Construção Civil, SA (2000-2003) and Mota & Companhia, SA (1995-2003), where he also held the position of Vice-Chairman (1987-1995). He started his professional life in 1977 as a trainee in Mota & Companhia, Lda, and between 1979 and 1981, he worked in several departments of the same company, where he also worked as General Director of Production (1981-1987).

**Maria Manuela Queirós Vasconcelos Mota dos Santos** has a degree in Economics from the Faculdade de Economia, Universidade do Porto. She has worked in several companies of Mota-Engil Group, being responsible for the Human Resources Department. Presently she is a member of the Board of Directors at Mota-Engil, SGPS, SA.

**Júlia Maria Rodrigues de Matos Nogueirinha** has a degree in Law from Faculdade de Direito da Universidade de Coimbra and is registered with the Portuguese Bar Association since 2002. She is presently a member of the Board of Directors of I'M SGPS, S.A, having held the post of Member of the Board of Directors in other companies of the I'M group, namely in Almina – Minas do Alentejo, S.A.