

**2024**

**PROPOSALS**

Oliveira de Frades, 24<sup>th</sup> April 2024

**GENERAL MEETING MARTIFER - SGPS, S.A.**  
23<sup>rd</sup> May 2024

**PROPOSAL REGARDING ITEM 10**

*(To resolve upon the election of the Remunerations Setting Committee for the three-year period 2024-2026)*

**It is proposed** that the election of the following list as members of the Remunerations Setting Committee, for a new mandate (corresponding to the three-year period 2024-2026), considering that they have the adequate training, know-how, curricula and experience for the role:

Chairman: **Carlos António Vasconcelos Mota dos Santos**

Member: **José Pedro Matos Marques Sampaio de Freitas**

Member: **Júlia Maria Rodrigues de Matos Nogueirinha**

Enclosed is the information provided for in paragraph d) of paragraph 1 of article 289 of the Commercial Companies Code for each of the people proposed in the preceding list.

THE PROPOSING SHAREHOLDERS,

**I'M SGPS, S.A.**

**MOTA ENGLI SGPS, S.A.**

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## CHAIRMAN

### Carlos António Vasconcelos Mota dos Santos

Degree in Civil Engineering from the School of Engineering of Oporto university and MBA by Oporto University.

He began his professional career at Mota Engil, Engenharia e Construção, S.A. in 2006 where he served as Assistant to the Administration. From March 2008, he joined the Board of Directors of Mota-Engil, Engenharia e Construção, S.A. Between March 2011 and May 2012 he also served as member of the Superior Counsel and Supervisory Board of Mota-Engil, Angola, S.A. From August 2012 until July 2013, he was Vice-Chairman Mota-Engil, Engenharia e Construção, SA, subsequently occupying the position of Chairman of that company until February 2016. From February 2019, he was Vice-CEO of Mota-Engil, SGPS, S.A.. He is currently Chairman and CEO of Mota-Engil, SGPS, SA, as well as Chairman of Mota-Engil Latin America.

He has been a member of the Remuneration Setting Committee of Martifer – S.G.P.S., S.A. since 2021.

Election

Positions in other Companies apart from Martifer group	
	Mota-Engil, SGPS, S.A. - chairman
	Mota-Engil Latam Portugal, S.A. - chairman
	Empresa Construtora do Brasil, S.A. (Brasil) – vice chairman
	António de Lago Cerqueira, S.A. – board member
	Mota Gestão e Participações, Soc. Gestora de Participações Sociais, S.A. – board member
	Valorsul – Valorização e Tratamento de Resíduos Sólidos das Regiões de Lisboa e do Oeste, S.A. – board member
	Sociedade Agrícola Moura Basto, S.A. – board member
	Hygeia – Edifícios Hospitalares, SGPS, S.A. – board member
	Dourowood – Entidade de Gestão Florestal, S.A. – board member
	Motawood – Entidade de Gestão Florestal, S.A. – board member
	Sem Par – Sociedade Imobiliária e Turística, S.A. – board member
	Mota Gestão Concessões, SGPS, S.A. – board member
	Kepler, SGPS, Lda. - manager
	Portuscale Trading, Lda. - manager
	Morada Certa – Sociedade Imobiliária, Lda. - manager
	Motadossantoswood – Entidade de Gestão Florestal, Lda. - manager
	Cuore – Investments 4 Life, Lda. - manager
	CAVMS – Gestão de Participações Sociais, SGPS, Unipessoal, Lda. - manager
	Emerge – Mota-Engil Real Estate Developers, S.A. - member of the remuneration committee
	Mota-Engil, Ambiente e Serviços, SGPS, S.A. - member of the remuneration committee
	Mota-Engil Next, S.A. - member of the remuneration committee
	Hygeia – Edifícios Hospitalares, SGPS, S.A. - member of the remuneration committee
	Oriental Hub – Reconversão e Exploração do Antigo Matadouro Industrial do Porto, S.A. - member of the remuneration committee
	Mota-Engil Europa, S.A. - member of the remuneration committee
	Mota-Engil Indústria e Inovação, SGPS, S.A. - member of the

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remuneration committee  
Mota-Engil Railway Engineering, S.A. - member of the remuneration committee  
Mota-Engil Engenharia e Construção, S.A. - member of the remuneration committee  
Mota-Engil Engenharia e Construção África, S.A. - member of the remuneration committee  
Mota-Engil Global Serviços Partilhados, Administrativos e Técnicos, S.A.  
Empresa Geral do Fomento, S.A. - member of the remuneration committee  
Mota-Engil Central Europe Management, SGPS, S.A. - member of the remuneration committee  
Mota-Engil Concessões, S.A. - member of the remuneration committee  
Suma – Serviços Urbanos e Meio Ambiente, S.A. - member of the remuneration committee  
Suma Tratamento, S.A. - member of the remuneration committee  
Largo do Paço - Investimentos Turísticos e Imobiliários, S.A. - member of the remuneration committee  
Mota-Engil Next Investments, SGPS, S.A. - member of the remuneration committee  
Mota-Engil, SGPS, S.A. - member of the remuneration committee  
Mota-Engil, SGPS, S.A. - ceo  
Suma Tratamento, S.A. – chairman of the superior counsel  
Ambiente da Suma – Serviços Urbanos e Meio Ambiente, S.A. – member of the superior counsel  
Mota-Engil Central Europe, S.A. (Poland) – supervisory board member  
Mota-Engil Central Europe Česká Republika, A.S. - supervisory board member  
Mota-Engil Magyarország Beruházási És Építőipari Zártkörűen Működő Részvénytársaság - supervisory board member  
Mota-Engil Indústria e Inovação, SGPS, S.A. – chairman of the shareholder meeting  
Member of the Counsel of Trustees of Fundação Manuel António da Mota

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**MEMBER**

**José Pedro Matos Marques Sampaio de Freitas**

Currently, and for at least five years, he holds/performed roles in various corporate bodies of several companies in the Mota Engil group, including as a member of Remuneration Committees.

He has been a member of the Remuneration Setting Committee of Martifer – S.G.P.S., S.A. since May 2021.

Election

Positions in other Companies apart from Martifer group	
	DI Investimentos, S.A. - chairman
	Hygeia – Edifícios Hospitalares, SGPS, S.A. - chairman
	Lineas Investimentos, SGPS, S.A. - chairman
	Lineas – Concessões de Transportes, SGPS, S.A. - chairman
	Mota-Engil Ativ – Gestão e Manutenção de Ativos, S.A. - chairman
	Mota-Engil Capital, S.A. - chairman
	Mota-Engil Concessões, S.A. - chairman
	Mota-Engil Mediação de Seguros, S.A. - chairman
	Mota-Engil Renewing, S.A. - chairman
	Operadora DI – Operação e Manutenção Rodoviária, S.A. -chairman
	SCP Financial Investments, S.A. - chairman
	SDI – Subconcessionária do Douro Interior, S.A. – chairman
	Fundação da Juventude – vice chairman
	Largo do Paço – Investimentos Turísticos e Imobiliários, S.A. – board member
	Lusoponte – Concessionária para a Travessia do Tejo, S.A. – board member
	Botelho, Silva & Abreu, Lda. - manager
	Kepler, SGPS, Lda. – manager
	Lineas – Serviços de Administração e Gestão, Lda. – manager
	Operadora DI – Operação e Manutenção Rodoviária, S.A. – member of the remuneration committee
	SDI – Subconcessionária do Douro Interior, S.A. – member of the remuneration committee
	IET - Instituto Empresarial do Tâmega – chairman of the board of shareholder meeting
	Member of the General Counsel of AEP
	Trustee of AIP

**MEMBER**

**Júlia Maria Rodrigues de Matos Nogueirinha**

Law degree from School of Law of University of Coimbra and registered with the Portuguese Bar Association since 2002. She currently serves as Chairman of the Board of the Shareholders’ General Meeting of I’M SGPS, S.A., having served in various corporate bodies of several companies.

She has been a member of the Remuneration Setting Committee of Martifer – S.G.P.S., S.A. since 2012.