

**Sonae Indústria, SGPS, SA**  
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*(Translation from the Portuguese original)*

Chairman of the Board of the Shareholders'  
General Meeting of SONAE INDÚSTRIA, SGPS,  
S.A.

**Item no. 6**

**PROPOSAL**

We propose to decide to authorise the Board of Directors on:

- a) acquiring, during the following eighteen months and under the legal limit of 10% by bond issuance, bonds issued by the company, in Regulated Market and/or outside Regulated Market if the seller is a directly or indirectly controlled company, by an amount not lower than the average of the last ten quoted bond prices prior to the acquisition date deducted by 50% per bond and not higher than the average of the last ten quoted bond prices prior to the acquisition date added by 10% per bond;
- b) selling, during the following eighteen months and under the legal terms, a minimum amount of one hundred bonds issued by the company, in Regulated Market and/or outside Regulated Market if the purchaser is a directly or indirectly controlled company, by an amount not lower than the average of the last ten quoted bond prices prior to the selling date deducted by 10% per bond;
- c) deciding on the opportunity of the transactions referred to in paragraphs a) and b) above, having into consideration the market conditions, the company's interest and the interest of its shareholders.

Maia, March 9<sup>th</sup>, 2016

On behalf of the Board of Directors,

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(Rui Correia)

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(Christopher Lawrie)