

**ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF BANCO COMERCIAL PORTUGUÊS, S.A.**

(07/05/2026)

PROPOSAL CONCERNING **ITEM SEVEN** OF THE AGENDA

To resolve on increasing the Bank's share capital to €3,000,000,000, by incorporating the special reserve that may be set up under item Six of the Agenda, by the amount corresponding to the resulting share capital reduction and without issuing new shares, with the consequent amendment of Article 4(1) of the Articles of Association.

Considering that:

- i) In item One of the agenda, it was proposed to the General Meeting to approve the accounts for the previous financial year and, within the scope of the previous item, it was proposed to reduce the Bank's share capital for the specific purpose of cancelling own shares already acquired or to be acquired under the share buyback programme (the "**Buyback Programme**");
- ii) Also in the context of the previous item on the Agenda, it was proposed that a special reserve be set up, subject to the legal reserve regime, corresponding to the issue value (in this case, the proportional value of each share with no par value in relation to the Bank's share capital) of the own shares acquired under the Buyback Programme, to be cancelled following a reduction in the Bank's share capital (i.e. in the amount of the actual reduction in the share capital figure);
- iii) The purposes of cancelling own shares acquired under the Buyback Programme without changing the net position and simplifying the structure of the Bank's balance sheet suggest maintaining the original amount of the respective share capital, which can be achieved by immediately incorporating this special reserve into the Bank's share capital,

it is proposed to the General Meeting, subject to the suspensive condition of prior approval and implementation of the resolutions proposed under items One and Six of the Agenda, to resolve the following:

- 1) To increase the Bank's share capital by incorporating the special reserve set up under the terms of the previous item on the Agenda, with the amount of the increase corresponding to the value of that reserve (i.e. the amount of the reduction in the share capital figure that gave rise to it) of up to €240,000,000.00 (two hundred and forty million euros), without changing the number of existing shares (with no par value), so that the share capital figure is set at €3,000,000,000 (three billion euros).

- 2) To amend, as a result of the capital increase now proposed and with effect from the respective entry into force date, Article 4(1) of the Articles of Association, which shall read as follows, which shall be considered automatically and proportionally adjusted in the event that the number of shares actually cancelled under the terms of the previous item on the Agenda differs:

“Article 4

Share Capital

1. The Bank has a share capital of 3,000,000,000.00 euros, corresponding to [13,620,256,922] registered and book-entry shares with no par value, fully subscribed and paid up.

(...)”
- 3) That the other terms and conditions of implementation of the share capital increase (including, in particular, those relating to the accounting treatment and allocations arising from it, the preparation of any supporting accounting documents, confirmation of the amount of the special reserve set up as a result of said share capital reduction and the respective deadlines for execution and commercial registration) be freely set by the relevant management body;
- 4) To mandate any of the members of the Board of Directors to issue, on their own, the statement referred to in Article 88(2) of the Companies Code, should this prove necessary.

Lisbon, 14 April 2026

THE BOARD OF DIRECTORS