

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

(22/05/2025)

PROPOSAL IN CONNECTION WITH **ITEM 2** OF THE AGENDA

**To resolve on the Proposal for the Appropriation of Profits for the Financial  
Year 2024**

Considering:

- A. The legal and statutory provisions relating to the applicable legal reserve;
- B. The Dividend Policy of Banco Comercial Português, S.A. (BCP) currently in force, as approved by the General Meeting on May 20, 2021;
- C. That according to the report and accounts to be submitted for approval by the Shareholders, in the financial year 2024, BCP recorded a consolidated net profit of EUR 906,377,596.54 and an individual net profit of EUR 802,567,222.04;
- D. That the aforementioned Dividend Policy establishes as its Guidelines:
  - i. The promotion of conditions for the sustainable compliance with the capital ratios at any given time applicable to BCP, as well as the other applicable legal provisions, including the limitations at any given time applicable that result from the calculation of the maximum distributable amount;
  - ii. The retention of own funds to promote consistency with the Risk Appetite Statement (RAS) and with the results of the internal capital adequacy self-assessment process (ICAAP);
  - iii. The safeguarding of an appropriate safety margin over the values established by the regulator as part of its analysis and assessment of the adequacy of strategies, processes, capital and liquidity to the risks to which the Bank is exposed (SREP);
- E. That the capital position and the levels of provisioning and risk coverage, achieved in particular by improving profitability, make it possible to forecast solvency levels with a safety margin considered to be ample and consistent with the Risk Appetite Statement, even in scenarios still marked by factors of uncertainty in the geographies where the Group operates, and considering the distribution of a share of results in line with market standards with the assumptions of the 2025-2028 Strategic Plan, including through the repurchase of shares subject to supervisory approval and the achievement of the Bank's objectives;

The Board of Directors

**Hereby proposes:**

**I**

Under the terms of Article 66(5)(f), and for the purposes of Article 376(1)(b), both of the Companies Code, as well as Article 55 of the Bank's Articles of Association, that the individual net profits for the year, totalling EUR 802,567,222.04, be appropriated as follows:

- a) To reinforce the legal reserve: EUR 80,256,722.21;
- b) For dividend distribution: EUR 453,419,698.56;
- c) EUR 268,890,801.27, i.e. the remainder, to Retained Earnings.

**II**

Considering that, with the implementation of the buyback of own shares in the amount of EUR 200,000,000.00, it is not possible to determine, at this date, the number of shares in circulation at the time of payment of the dividends, the total amount proposed for the distribution of dividends, in the amount of EUR 453,419,698.56, was calculated on the basis of a unit dividend per share issued (in this case, EUR 0.0300 per share), and it is therefore proposed that a resolution be passed that:

- a) The unit dividend of EUR 0.0300, on which the proposal was based, be paid to each share issued;
- b) The unit amount corresponding to the shares that belong to BCP on the first day of the dividend payment period is not be paid, with this amount being transferred to Retained Earnings.

Lisbon, April the 30<sup>th</sup> 2025

THE BOARD OF DIRECTORS