



**CONVENING NOTICE AND PREPARATORY
INFORMATION**

EXTRAORDINARY GENERAL MEETING

13 APRIL 2018

Multiusos Room (“Sala Multiusos”) of Casas da Cidade Lisboa

Avenida Marechal Teixeira Rebelo, no. 20, 1500-427 Lisbon



EXTRAORDINARY GENERAL MEETING

13 APRIL 2018

Contents

	Page
Convening Notice	3
Forms	11
Proposal Single Item	21
Corporate Bodies	23
Shares and Voting Rights	41



LUZ SAÚDE, S.A., listed company

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

CONVENING NOTICE

In accordance with the Law and the Articles of Association, and at the request of the Shareholder Fidelidade – Companhia de Seguros, S.A., I hereby convene all Shareholders of **LUZ SAÚDE, S.A.**, listed company, with registered office at Rua Carlos Alberto da Mota Pinto, nr. 17, 9th, 1070-313 Lisbon, with the sole tax-payer and registration number at Lisbon's Commercial Registry Offices 504 885 367, with a share capital of 95.542.254 euros, to meet at an Extraordinary General Meeting of Shareholders, to be held in the ***Multiusos Room ("Sala Multiusos")*** of **Casas da Cidade Lisboa, located in Avenida Marechal Teixeira Rebelo, no. 20, 1500-427 Lisbon, on April 13th 2018, at 10.00 O'clock**, as the Company's registered offices do not offer the appropriate conditions for the meeting to be held, to resolve on the following

AGENDA

Single Item – Pass a resolution to abandon Luz Saúde's public company status, pursuant to and for the purposes set out in article 27(1)(b) of the PSC and subsequently to grant powers to any member of the Company Board of Directors to carry out any of the actions necessary or convenient to the full execution of that resolution.

INFORMATION TO THE SHAREHOLDERS

- I) REQUIREMENTS ON THE PARTICIPATION IN THE GENERAL MEETING OF SHAREHOLDERS**
- a) Pursuant to article 11, nr. 1 and 2 of the Articles of Association, the General Meeting of Shareholders is composed of all shareholders with voting rights; shareholders with no voting rights are not allowed to attend and take part in the General Meeting without prejudice to their right to be represented at such meeting as per the applicable legal provisions.
 - b) As per article 13, nr 1 of the Articles of Association, to each 100 shares corresponds 1 (one) vote.
 - c) Shareholders may only be present at the General Meeting of Shareholders to discuss and vote, either in person or through a representative, or exercise their voting rights by post or correspondence if, **until 00.00 a.m. (Lisbon hour) of the fifth negotiation day prior to the date of the General Meeting of Shareholders, i.e. April 6th 2018 (“Record Date”), an amount of shares that entitles the relevant shareholder to, at least, 1 (one) vote is duly registered in respective individual book-entry securities account.**
 - d) The exercise of the participation and voting rights in the General Meeting of Shareholders is not affected by the transfer of the shares subsequent to the Record Date, nor does it depend of the blocking of such shares during the period between the Record Date and the date of the General Meeting of Shareholders.
 - e) Shareholders who intend to take part in the General Meeting of Shareholders in accordance with the conditions set forth in item c) above must declare such intention, in writing, to the Chairman of the Board of the General Meeting of Shareholders and to the financial intermediary to which the book-entry securities individual account has been entrusted, **up until, at the most, 11.59 p.m. (Lisbon hour) of the negotiation day prior to the Record Date, i.e., of April 5th 2018**, and may resort, for such purpose, to the forms made available at the

company's registered offices or on the website www.luzsaude.pt. The declaration to the Chairman of the Board of the General Meeting of Shareholders may be conveyed by e-mail through the following e-mail address: assembleia.geral@luzsaude.pt.

- f) Financial intermediaries which have been informed of their clients intention of taking part in the General Meeting of Shareholders must send to the Chairman of the Board of the General Meeting of Shareholders, **up until 11.59 p.m. (Lisbon hour) of April 6th 2018, information on the number of shares registered in the name of each of their clients, with reference to 00.00 a.m. of the Record Date**, and may use, for such purpose, the following e-mail address: assembleia.geral@luzsaude.pt.
- g) Shareholders who, in a professional capacity, own shares on their own name but on behalf of Clients ("Professional Shareholders"), may vote in different ways with their shares, provided that, in addition to the declaration on the participation and the sending by the financial intermediary of the aforementioned information, present to the Chairman of the Board of the General Meeting of Shareholders, within the applicable timeframes and confirmed by sufficient and proportional evidence, (i) the identification of each client and the number of shares to vote on its behalf and (ii) the specific vote instructions for each item of the Agenda provided by the relevant Client. As a result, Professional Shareholders are only admitted to participate and vote if the declarations on the participation and remaining information, as well as the declarations by the respective financial intermediaries have been received by the Chairman of the Board of the General Meeting of Shareholders until, respectively, **11.59 p.m. (Lisbon hour) of April 5th 2018 and 11.59 p.m. of April 6th 2018**.
- h) Shareholders who have declared their intention of taking part in the General Meeting of Shareholders under the conditions set forth in item e) above and transfer the ownership of the shares between the Record Date and the end of the General Meeting of Shareholders must immediately notify the Chairman of the Board of the General Meeting of Shareholders and the Securities Commission ("*Comissão de Mercado de Valores Mobiliários*") of such transfer.

- i) As per the applicable provisions of the Articles of Association, on first notice, and regardless of the specific content of the Agenda, the General Meeting of Shareholders may not be held unless at least 50% (fifty per cent) of the company's share capital is present or duly represented. On second notice, the General Meeting of Shareholders may be held regardless of the number of shareholders present or represented and of the share capital represented by such shareholders.

II) SHAREHOLDERS REPRESENTATION

- a) Shareholders may arrange to be represented in the General Meeting of Shareholders pursuant to article 380 of the Companies Code, by means of a representation letter or proxy signed by said shareholder and addressed to the Chairman of the Board of the General Meeting of Shareholders. Alternatively, Shareholders may resort to the electronic form made available on Luz Saúde's internet page at www.luzsaude.pt or to the paper form made available in the aforementioned internet page and in the registered offices as from the date on which this notice is made public.
- b) Each Shareholder may appoint different representatives in relation to the shares registered in different securities accounts; in this case, none of said representatives may vote in opposite or diverse ways with regards to the same proposal, being null and void all votes concerning such proposal if one or more representatives vote in opposite or diverse ways. If any of the representatives does not attend the General Meeting, the votes of the representatives present shall, nonetheless, be taken in consideration, provided that said representatives do not vote in opposite or diverse ways regarding the same proposal.
- c) In case a Shareholder who has appointed one or more representatives attends the General meeting, the granting of powers or proxy shall be deemed revoked.
- d) The aforementioned proxy or representation instruments (including the electronic or paper forms), as well as the representation letters of the Shareholders who assume the form of corporations in which it is indicated the name(s) of their representative(s) and eventual shareholders' aggregating instruments, must be sent to the Chairman of the Board of the General Meeting of Shareholders in a

manner that such instruments and letters are received **until 11.59 p.m. (Lisbon hour) of April 5th 2018.**

III) ADDITION OF ITEMS TO THE AGENDA AND PRESENTATION OF RESOLUTION PROPOSALS

- a) Pursuant to article 23-A, nr. 2, of the Securities Code, shareholders who, individually or jointly, own shares corresponding to, at least, 2% (two per cent) of the share capital may request the addition of new items in the Agenda, by means of a written communication addressed to the Chairman of the Board of the General Meeting of Shareholders.
- b) The aforementioned written request must be sent or presented **within the five days subsequent to the date on which this convening notice has been made public** and accompanied of a resolution proposal for each item or subject whose addition was requested, as well as of evidence of the ownership of the required share capital.
- c) The addendum to the convening notice and the resolution proposals for each additional item are made known to the Shareholders by the same means used to make this convening notice public, as soon as possible and, in any case, **until 00.00 a.m. (Lisbon hour) of the Record Date.**
- d) Similarly, and as per article 23-B of the Securities Code, shareholders who, individually or jointly, own shares corresponding to, at least, 2% (two per cent) of the share capital may request the addition of resolution proposals regarding existing items of the initial or of the supplemented Agenda, by means of a written request addressed to the Chairman of the Board of the General Meeting of Shareholders **within the five days subsequent to the date on which this convening notice or its respective addendum have been made public.** The written request must be accompanied of the relevant resolution proposal, as well as of evidence of the ownership of the required share capital.
- e) The resolution proposals, as well as the information of which they must be accompanied are made known to the Shareholders by the same means used to

make this convening notice public, as soon as possible and, in any case, until ten days prior to the date of the General Meeting of Shareholders.

- f) In case the requests for the addition of items in the Agenda and/or of resolutions proposals regarding existing items of the initial or of the supplemented Agenda, the interested parties may judicially request the convening of a new General Meeting of Shareholders to pass a resolution on said items or proposals.

IV) VOTE BY POST OR CORRESPONDENCE

- a) In accordance with article 22 of the Securities Code and article 13 of the Articles of Association, Shareholders who are entitled to take part in the General Meeting of Shareholders may exercise their respective vote by post or correspondence, by means of a signed declaration where (i) it is indicated the relevant shareholder's identity and its shareholding and voting rights in the company, confirmed by sufficient and proportional evidence, and (ii) said shareholder unequivocally expresses the way of its vote with regards to each item of the Agenda. For this purpose, Shareholders may, if they wish, use the voting ballots made available at the company's registered offices or in the website www.luzsaude.pt.
- b) The voting declaration (or voting ballots) must be accompanied of a legible copy of the shareholder's identification document and sent, in a sealed envelope, to the Chairman of the General Meeting of Shareholders, by registered post, in a way that such documents are received **until 05.00 p.m. (Lisbon hour) of April 10th 2018**. In case the Shareholder assumes the form of a corporation, the voting declaration must be signed by its legal representative(s) and its/their signature(s) certified in such capacity and with a reference to the sufficiency of powers to bind the corporation.
- c) Votes by post or correspondence are taken into account for the purposes of the holding quorum of the General Meeting of Shareholders and are also eligible and valid for the second convening, the Chairman of the General Meeting of Shareholders being responsible for verifying their authenticity and regularity and for ensuring their confidentiality until the moment of the casting of the votes. In case the relevant shareholder or its representative is present at the General

Meeting of Shareholders, it shall be deemed revoked the vote by post or correspondence issued.

- d) Votes by post or correspondence are deemed as negative votes with regards to resolution proposals presented subsequent to the issuance of such vote.
- e) It shall only be considered the votes by the Shareholders who have also complied with the participation requirements in the General Meeting referred to in Section I of this Convening Notice, including the requirements regarding the communication of intent for the participation in the General Meeting and the sending, by the respective financial intermediary, of the relevant information, within the applicable timeframes.
- f) Votes cast by post or correspondence shall be considered at the time of the counting of the votes, by adding the same to the votes cast during the course of the General Meeting.

V) INFORMATION ELEMENTS AVAILABLE TO THE SHAREHOLDERS

The documents and information regarding the Agenda, as well as all remaining elements set forth in article 289, nr. 1 of the Portuguese Companies Code and article 21-C, nr.1 of the Securities Code, are available for consultation by the Shareholders at the Company's registered offices, as well as on Luz Saúde's internet page www.luzsaude.pt, as from the date on which this convening notice is made public. Other legally required documentation shall also be available in the Information Disclosure System of CMVM (*"Comissão do Mercado de Valores Mobiliários"*) (www.cmvm.pt).

In the General Meeting of Shareholders, Shareholders may request to be provided with truthful, complete and explanatory information that allows them to form a reasoned opinion on the matters subject to resolution, being understood that such information shall be provided by the qualified corporate body and may only be withheld in the event that its disclosure may cause serious harm to the company or a violation of the secrecy as imposed by law.



Lisbon, 21 March 2018

The Chairman of the Board of the General Meeting of Shareholders,

(Luís Miguel Cortes Martins)



VOTING BALLOT¹

EXERCISE OF VOTING RIGHTS BY POST MEANS

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF APRIL 13, 2018

To the Chairman of the Board of the General Meeting
of Shareholders of
LUZ SAÚDE, S.A.
Rua Carlos Alberto da Mota Pinto, n.º 17, 9.º
1070-313 Lisbon

Name/Corporate name: _____

Address/Registered office: _____

Postal Code: _____ - _____

Taxpayer

number/Corporate

identification number:

No. Of shares: _____

Financial Intermediary: _____

Please indicate your vote with a "x".

Agenda	In favour	Abstention	Against
Single Item: ^(*) Pass a resolution to abandon Luz Saúde's public company status, pursuant to and for the purposes set out in article 27(1)(b) of the PSC and subsequently to grant powers to any member of the Company Board of Directors to carry out any of the actions necessary or convenient to the full execution of that resolution.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

^(*) In case more than one proposal is submitted and voted with regard to each item, the Shareholder has to specify in this field the proposal to which the vote refers to (v.g. proposal of the Board of Directors; proposal of the shareholder [x]).

¹ The voting ballot has to be received by the Chairman of the Board of the General Meeting of Shareholders until 5:00 p.m. (Lisbon hour) of April 10th, 2018.

LUZ SAÚDE

This voting ballot refers to the proposals made available at the registered office of Luz Saúde, S.A. and at its website www.luzsaude.pt.

_____, _____ 2018

(Signature²)

² If the Shareholder is an individual, the signature must be equal to the one contained in the identification document (identity card, citizen card, passport or an equivalent identification document) and copy of the identification document must be included in the letter. In case the Shareholder assumes the form of a corporation, this letter must be signed by its legal representative(s) and the signature(s) must be certified so as to confirm that the signatory(ies) has(have) powers to bind the company.



**STATEMENT OF PARTICIPATION AT THE EXTRAORDINARY GENERAL
MEETING OF SHAREHOLDERS³**

To the Chairman of the General
Meeting of Shareholders of
LUZ SAÚDE, S.A.
Rua Carlos Alberto da Mota Pinto, n.º
17, 9.º
1070-313 Lisbon

_____, _____ 2018

Subject: Extraordinary General Meeting of Shareholders – April 13th, 2018

Name/Corporate name: _____

Address/Registered office: _____

Postal Code: _____

Taxpayer _____

number/Corporate

identification number:

Telephone/E-mail: _____

Financial Intermediary: _____

The above identified Shareholder, holder of _____ shares, with voting rights, in the share capital of LUZ SAÚDE, S.A. ("Luz Saúde"), hereby notifies you,

³ This statement has to be received by the Chairman of the Board of the General Meeting of Shareholders until 11:59 p.m. (Lisbon hour) of the negotiation day prior to the Record Date, i.e., of April 5th, 2017. The statement may be conveyed by e-mail to the e-mail address assembleia.geral@luzsaude.pt as foreseen in the convening notice of the General Meeting of Shareholders.

under the terms and for the purposes foreseen in number 3 of article 23-C of the Securities Code, of his/her/its intention to participate at the Extraordinary General Meeting of Shareholders of Luz Saúde to be held on April 13th, 2018.

For that purpose, the Shareholder requested to the Financial Intermediary to which the book-entry securities individual account has been entrusted and where the mentioned shares are registered, to, until 11:59 p.m. (Lisbon hour) of April 6th, 2018, send to the Chairman of the Board of the General Meeting of Shareholders of Luz Saúde information on the number of shares registered in his/her/its name, with reference to 00:00 a.m. (Lisbon hour) of April 6th, 2018.

Yours Faithfully,

(Signature)



**STATEMENT OF PARTICIPATION AT THE EXTRAORDINARY GENERAL
MEETING OF SHAREHOLDERS ⁴**

To

5

Address: _____

Postal Code:

Facsimile:

_____, _____ 2018

Subject: Extraordinary General Meeting of Shareholders – April 13th, 2018

Name/Corporate name: _____

Address/Registered
office:

Postal Code:

Taxpayer

number/Corporate

identification number:

⁴ This statement has to be received by the Financial Intermediary until 11:59 p.m. (Lisbon hour) of the negotiation day prior to the Record Date, i.e., of April 5th, 2018.

⁵ Identification of the Financial Intermediary to which the book-entry securities individual account was entrusted and where the shares are registered.

Telephone/E-mail: _____

Bank identifier code: _____

The above identified Shareholder, holder of _____ shares, with voting rights, in the share capital of LUZ SAÚDE, S.A. ("Luz Saúde"), hereby notifies you, under the terms and for the purposes foreseen in number 3 of article 23-C of the Securities Code, of his/her/its intention to participate at the Extraordinary General Meeting of Shareholders of Luz Saúde to be held on April 13th, 2018.

For that purpose, the mentioned Shareholder hereby requests that you send to the Chairman of the Board of the General Meeting of Shareholders of Luz Saúde, until 11:59 p.m. (Lisbon hour) of April 6th, 2018, information on the number of shares registered in the referred account (with indication of the taxpayer number/corporate identification number), with reference to 00:00 a.m. (Lisbon hour) of April 6th, 2018. You may use the e-mail address assembleia.geral@luzsaude.pt, as foreseen in the convening notice of the General Meeting of Shareholders.

Yours Faithfully,

(Signature equal to the one contained in the bank record)



REPRESENTATION LETTER⁶

To the Chairman of the General
Meeting of Shareholders of
LUZ SAÚDE, S.A.
Rua Carlos Alberto da Mota Pinto, n.º
17, 9.º
1070-313 Lisbon

_____, _____ 2018

Subject: Extraordinary General Meeting of Shareholders – April 13th, 2018

Name/Corporate name: _____

Address/Registered office: _____

Postal Code: _____

Taxpayer
number/Corporate
identification number: _____

Telephone/E-mail: _____

Financial Intermediary: _____

The above identified Shareholder, holder of _____ shares, with voting rights, in the share capital of LUZ SAÚDE, S.A. ("Luz Saúde"), hereby appoints as proxy for the Extraordinary General Meeting of Shareholders to be held on April 13th, 2018, at 10:00 a.m. (Lisbon hour), in the *Multiusos* Room ("*Sala Multiusos*") of Casas

⁶ The proxy letter has to be received by the Chairman of the Board of the General Meeting of Shareholders until 11:59 p.m. (Lisbon hour) of April 5th, 2018.

LUZ SAÚDE

da Cidade Lisboa, located in Avenida Marechal Teixeira Rebelo, no. 20, 1500-427 Lisbon, _____, holder of the civil identification number _____, to whom he/she/it grants the necessary powers to propose, discuss, resolve and vote, in the direction and way he deems best to serve the Shareholder's interests, all the matters dealt with in such Meeting and comprised in the Agenda, including those that may come up during the Meeting due to unexpected circumstances and even if, due to suspension determined under the terms legally foreseen, the session continues in a different date.

Yours Faithfully,

(Signature⁷)

⁷ If the Shareholder is an individual, the signature must be equal to the one contained in the identification document (identity card, citizen card, passport or an equivalent identification document). In case the Shareholder assumes the form of a corporation, the capacity of the legal representative(s) must be indicated.



GROUPING LETTER⁸

To the Chairman of the General
Meeting of Shareholders of
LUZ SAÚDE, S.A.
Rua Carlos Alberto da Mota Pinto, n.º
17, 9.º
1070-313 Lisbon

_____, _____ 2018

Subject: Extraordinary General Meeting of Shareholders – April 13th, 2018

Name/Corporate name: _____

Address/Registered office: _____

Postal Code: _____

Taxpayer
number/Corporate
identification number:

Telephone/E-mail: _____

Financial Intermediary: _____

The above identified Shareholder, holder of _____ shares, with voting rights, in the share capital of LUZ SAÚDE, S.A. ("Luz Saúde"), hereby notifies you, under the terms foreseen in number 5 of article 379 of the Companies Code and for the purposes of exercising the voting rights at the Extraordinary General Meeting of

⁸ The grouping letter has to be received by the Chairman of the Board of the General Meeting of Shareholders until 11:59 p.m. (Lisbon hour) of April 5th, 2018.

Shareholders to be held on April 13th, 2018, at 10:00 a.m. (Lisbon hour), in the *Multiusos* Room (“*Sala Multiusos*”) of Casas da Cidade Lisboa, located in Avenida Marechal Teixeira Rebelo, no. 20, 1500-427 Lisbon, of his/her/its intention to group the shares he/she/it owns with the shares held by the shareholder _____, who will represent him/her/it in the said General Meeting, being entitled to examine the documents deemed convenient, provided that related to the Agenda and to the items included in such Agenda, as well as to submit any proposal regarding those items and to deliberate and vote as he/she deems fit the interests of the Shareholder.

Yours Faithfully,

(Signature⁹)

⁹ If the Shareholder is an individual, the signature must be equal to the one contained in the identification document (identity card, citizen card, passport or an equivalent identification document) and copy of the identification document must be included in the letter. In case the Shareholder assumes the form of a corporation, the capacity of the legal representative(s) must be indicated.

Resolution proposal for the Sole Item on the agenda for Luz Saúde, S.A's Extraordinary General Shareholders Meeting

“Given the concentration of the share capital of Luz Saúde, S.A. (“**Luz Saúde**”) in the shareholders Fosun International Limited (“**Fosun Internacional**”) and Fidelidade – Companhia de Seguros, S.A (“**Fidelidade**”), 84.9861% of which is indirectly held by Fosun Internacional, and given these shareholders currently hold 94,384,363 shares representing 98.788% of the share capital and corresponding voting rights in Luz Saúde, Fidelidade considers it unwarranted to maintain Luz Saúde’s public company status, particularly given the costs and formalities inherent thereto. Fidelidade therefore proposes the company pass a resolution approving the loss of its public company status and the subsequent immediate delisting of Luz Saúde shares from trading on the regulated market, pursuant to article 27(1)(b) and 29(2) of the Portuguese Securities Code (“**PSC**”).

Article 27 of the PSC stipulates that, should the company’s general shareholders meeting pass a resolution to abandon its public company status, a shareholder must be appointed who undertakes to acquire the shares held, on that date, by persons that did not vote in favour of the general shareholder meeting resolution to lose public company status. That acquisition will take place within three months as of the approval by the Portuguese Securities Commission (“**PSCom**”) and consideration therefor will be stipulated pursuant to article 188 of the PSC.

Further account is given to the fact that:

- (a) On 26 October 2017, Fidelidade and Fosun Internacional entered into a purchase agreement for shares representing the share capital of Luz Saúde, S.A., by which Fidelidade sold 46,815,704 Luz Saúde shares to Fosun Internacional at € 5.71 (five euros and seventy one cents) per share;
- (b) Save for the purchase of Luz Saúde shares referenced in paragraph a), neither Fidelidade, nor any entity falling under any of the circumstances set out in article 20 of the PSC, has acquired any Luz Saúde shares over the last 6 (six) months;
- (c) the weighted average share price for Luz Saúde shares on Euronext Lisbon, over the last 6 (six) months, was € 2.94 (two euros and ninety four cents) per share,

Fidelidade deems the consideration of € 5.71 (five euros and seventy one cents) per Luz Saúde share to be a suitable consideration that includes a € 2.77 (two euro and seventy seven cents) premium *vis-à-vis* the above quoted weighted average share price.

Therefore, Fidelidade hereby proposes that:

1. Luz Saúde's General Shareholders Meeting approve a resolution to abandon Luz Saúde's public company status, pursuant to and for the purposes set out in article 27(1)(b) of the PSC and subsequently grant powers to any member of the Company Board of Directors to carry out any of the actions necessary or convenient to the full execution of that resolution, namely as regards the respective formalities of execution, such as filing the relevant loss of public company status request with the PSCom;
2. The above referenced resolution be conditional, at any time throughout the process for loss of public company status, on the absence of a minimum consideration due to Luz Saúde minority shareholders that do not vote in favour of the resolution proposed herein, greater than € 5.75 (five euros and seventy five cents) per Luz Saúde share, save if Fidelidade agrees to pay a any higher consideration stipulated within that process;
3. If the resolution for Luz Saúde to lose public company status is passed, and notwithstanding the condition referenced in 2, Fidelidade be appointed as the shareholder responsible for satisfying the obligations set out in article 27(3) of the PSC, from which arises the obligation to purchase Luz Saúde shares that belong to shareholders that did not vote in favour of abandoning public company status, for consideration calculated pursuant to article 27(4) and 188 of the PSC.

For the Executive Committee,

Name: José Alvarez Quintero
Capacity: Director

Name: Rogério Henriques
Capacity: Director

CORPORATE BODIES

SHAREHOLDERS MEETING BOARD

President:	Luís Miguel Nogueira Freire Cortes Martins
Vice-President:	Francisco Manuel Balixa Tapum Leal Barona
Secretary:	Ana Vanessa Guedes Teixeira

BOARD OF DIRECTORS

President:	Jorge Manuel Batista Magalhães Correia
Vice President:	Chen Qiyu
Vice President and President of the Executive Committee:	Isabel Maria Pereira Aníbal Vaz
Members of the Board of Directors and of the Executive Committee:	Ivo Joaquim Antão João Paulo da Cunha Leite de Abreu Novais Tomas Leitão Branquinho da Fonseca
Members of the Board of Directors:	José Manuel Alvarez Quintero Rogério Miguel Antunes Campos Henriques Tucson Dunn II

AUDIT BOARD

President:	João Carlos Tovar Jalles
Members:	António Luís Castanheira Silva Lopes Clara José Cruz de Sequeira Viegas Penha Ventura

Alternate Member:

Luís Manuel Pereira da Silva

OFFICIAL CHARTERED ACCOUNTANT

Official Chartered Accountant:

Ernst & Young Audit & Associados - SROC S.A.,
admitted to the Chartered Accountants Association
with number 178 and registered in CMVM with number
9011, with registered office at Avenida da República,
90, 6.º, 1600-206 Lisbon, represented by Rui Abel
Serra Martins (CPA no. 1119)

Alternate:

João Carlos Miguel Alves, admitted to the Statutory
Auditors Institute with number 896

REMUNERATIONS COMMITTEE

President:

Lan Kang

Members:

Rogério Campos Henriques
José Alvarez Quintero

COMPANY SECRETARY

Secretary:

João Ferreira Rebelo

Alternate Secretary:

Joana Varela Pita

POSITIONS HELD IN OTHER ENTITIES BY THE MEMBERS OF THE SHAREHOLDERS MEETING BOARD, WITH THE EXCEPTION OF BUSINESS ENTITIES

21 March 2018

Luís Miguel Nogueira Freire Cortes Martins

i) Positions held in other entities outside the Group

APCAP - Associação Portuguesa das Sociedade Concessionárias de Auto-Estradas ou Pontes com Portagens (President of the General Meeting Board)

Agrodiesel, S.A. (President of the Shareholders Meeting Board)

Banco Primus, S.A. (President of the Shareholders Meeting Board)

Brockely – Imobiliária, S.A. (President of the Shareholders Meeting Board)

Controlinveste Media, SGPS, S.A. (President of the Shareholders Meeting Board)

Controlinveste – SGPS, S.A. (President of the Shareholders Meeting Board)

Cremorne Imobiliária, S.A. (President of the Shareholders Meeting Board)

Gesprosint – Consultoria e Gestão de Investimentos e Projectos, S.A. (President of the Shareholders Meeting Board)

Iberfar – Industria Farmacêutica, S.A. (President of the Shareholders Meeting Board)

Lisnave Estaleiros Navais, S.A. (President of the Shareholders Meeting Board)

Lisnave Infraestruturas Navais, S.A. (President of the Shareholders Meeting Board)

Melfina – estudos, Serviços e Participações, S.A. (President of the Shareholders Meeting Board)

Plazainveste – Promoção e Investimentos Imobiliários, S.A. (President of the Shareholders Meeting Board)

Prosint – SGPS, S.A. (President of the Shareholders Meeting Board)

Olivedesportos, Publicidade Televisão e Media, S.A. (President of the Shareholders Meeting Board)

Olivedesportos - SGPS, S.A. (President of the Shareholders Meeting Board)

Sociedade Agrícola Vale de Ouro (S.A.V.O.) S.A. (President of the Shareholders Meeting Board)

Biocolza – Óleos e farinhas de Colza, S.A. (Secretary of the Stakeholders Meeting Board)

BRISA Auto-Estradas de Portugal, S.A. (President of the Remunerations Committee)

CUF, SGPS, S.A. – (President of the Remunerations Committee)

EDP – Energias de Portugal, S.A. (President of the Remunerations Committee)

Efacec Power Solutions, SGPS, S.A. (Member of the Remunerations Committee)

José de Mello, SGPS, S.A. (President of the Remunerations Committee)

José de Mello Saúde, S.A. (President of the Remunerations Committee)

ii) Positions held in other entities in the Group

Does not hold positions in any other entities in the Group

Francisco Manuel Balixa Tapum Leal Barona

i) Positions held in other entities outside the Group

Cascadeinvest, S.A. (President of the Shareholders Meeting Board)

Sunseasand, S.A. (President of the Shareholders Meeting Board)

Edifício 41, S.A. (President of the Shareholders Meeting Board)

Millennium Fundo de Capitalização, FCR (President of the Stakeholders Meeting Board)

ii) Positions held in other entities in the Group

Does not hold positions in any other entities in the Group

Ana Vanessa Guedes Teixeira

i) Positions held in other entities outside the Group

Millennium Fundo de Capitalização, FCR (Secretary of the Stakeholders Meeting Board)

ii) Positions held in other entities in the Group

Does not hold positions in any other entities in the Group

POSITIONS HELD IN OTHER ENTITIES BY THE MEMBERS OF THE BOARD OF DIRECTORS, WITH THE EXCEPTION OF BUSINESS ENTITIES

21 March 2018

Jorge Manuel Baptista Magalhães Correia

i) Positions held in other entities outside the Group

Fidelidade – Companhia de Seguros, S.A. (Chairman of the Board of Directors and C.E.O.)

Fidelidade – Property Europe, S.A. (Chairman of the Board of Directors)

Fidelidade – Property International, S.A. (Chairman of the Board of Directors)

REN – Redes Energéticas Nacionais, SGPS, S.A. (Member of Board of Directors)

Via Directa – Companhia de Seguros, S.A. (Member of the Remuneration Committee)

ii) Positions held in other entities of the Group

Does not hold positions in any other entities in the Group

Chen Qiyu

i) Positions held in other entities outside the Group

Fosun International Limited (Co-President and Executive Director)

Beijing Sanyuan Foods Co. Ltd. (Director)

Shanghai Fosun Pharmaceutical Group Co Ltd (Chairman)

Sinopharm Group Co., Ltd. (Vice Chairman)

ii) Positions held in other entities of the Group

Does not hold positions in any other entities in the Group

Isabel Maria Pereira Aníbal Vaz

i) Positions held in other entities outside the Group

Genomed – Diagnósticos de Medicina Molecular, S.A. (Director)

ii) Positions held in other entities of the Group

Hospital da Luz – Centro Clínico da Amadora, S.A. (Chairwoman of the Board of Directors)

Hospital da Luz, S.A. (Chairwoman of the Board of Directors)

Hospital da Arrábida – Gaia, S.A. (Chairwoman of the Board of Directors)

Casas da Cidade – Residências Sénior de Carnaxide, S.A. (Chairwoman of the Board of Directors)

Surgicare – Unidades de Saúde, S.A. (Chairwoman of the Board of Directors)

Hospital da Luz - Oeiras, S.A. (Chairwoman of the Board of Directors)

RML – Residência Medicalizada de Loures, SGPS, S.A. (Chairwoman of the Board of Directors)

Vila Lusitano – Unidades de Saúde, S.A. (Chairwoman of the Board of Directors)

Hospital Residencial do Mar, S.A. (Chairwoman of the Board of Directors)

Hospor – Hospitais Portugueses, S.A. (Chairwoman of the Board of Directors)

Casas da Cidade – Residências Sénior, S.A. (Chairwoman of the Board of Directors)

SGHL – Sociedade Gestora do Hospital de Loures, S.A. (Chairwoman of the Board of Directors)

CRB – Clube Residencial da Boavista, S.A. (Chairwoman of the Board of Directors)

Luz Saúde – Serviços, ACE (Chairwoman of the Board of Directors)

Cliria – Hospital Privado de Aveiro, S.A. (Chairwoman of the Board of Directors)

Luz Saúde – Unidades de Saúde e de Apoio à Terceira Idade, S.A.
(Chairwoman of the Board of Directors)

Hospital da Luz - Guimarães, S.A. (Chairwoman of the Board of Directors)

GLSMED Learning Health, S.A. (Chairwoman of the Board of Directors)

HME – Gestão Hospitalar, S.A. (Chairwoman of the Board of Directors)

S. C. H. - Sociedade de Clínica Hospitalar S.A. (Director)

Núcleo de Imagem Diagnóstica, Unipessoal, Lda. (Manager)

BMC - British Hospital Management Care, S.A. (Chairwoman of the Board of Directors)

British Hospital – Lisbon XXI, S.A. (Chairwoman of the Board of Directors)

Microcular – Centro Microcirurgia Ocular, Laser e Diagnóstico, S.A.
(Chairwoman of the Board of Directors)

Capital Criativo Health Care Investments, S.A. (Chairwoman of the Board of Directors)

José Manuel Alvarez Quintero

i) Positions held in other entities outside the Group

Fidelidade – Companhia de Seguros, S.A. (Vice-Chairman of the Board of Directors and Executive Director)

Fidelidade Assistência - Companhia de Seguros, S.A. (Member of the Board of Directors and President of the Executive Committee)

Fidelidade Angola – Companhia de Seguros, S.A. (Chairman of the Board of Directors)

CETRA - Centro Técnico de Reparação Automóvel S.A. (Chairman of the Board of Directors)

EAPS - Empresa de Análise, Prevenção e Segurança, S.A. (Chairman of the Board of Directors)

GEP - Gestão de Peritagens, S.A. (Chairman of the Board of Directors)

FID LatAm, SGPS, S.A. (Chairman of the Board of Directors)

ii) Positions held in other entities of the Group

Does not hold positions in any other entities in the Group

Ivo Joaquim Antão

i) Positions held in other entities outside the Group

HL – Sociedade Gestora do Edifício, S.A. (Director)

ii) Positions held in other entities of the Group

Hospital da Luz – Centro Clínico da Amadora, S.A. (Director)

Hospital da Luz, S.A. (Director)

Hospital da Arrábida – Gaia, S.A. (Director)

Hospital da Luz - Oeiras, S.A. (Director)

Hospor – Hospitais Portugueses, S.A. (Director)

Casas da Cidade – Residências Sénior, S.A. (Director)

SGHL – Sociedade Gestora do Hospital de Loures, S.A. (Director)

CRB – Clube Residencial da Boavista, S.A. (Director)

Luz Saúde – Serviços, ACE (Director)

Cliria – Hospital Privado de Aveiro, S.A. (Director)

Luz Saúde – Unidades de Saúde e de Apoio à Terceira Idade, S.A. (Director)

Hospital da Luz - Guimarães, S.A. (Director)

GLSMED Learning Health, S.A. (Director)

GLSMED Trade, S.A. (Director)

HME – Gestão Hospitalar, S.A. (Director)

Núcleo de Imagem Diagnóstica, Unipessoal, Lda. (Manager)

Surgicare – Unidades de Saúde, S.A. (Director)

British Hospital – Lisbon XXI, S.A. (Director)

Microcular – Centro Microcirurgia Ocular, Laser e Diagnóstico, S.A. (Director)

Capital Criativo Health Care Investments, S.A. (Director)

João Paulo da Cunha Leite de Abreu Novais

i) Positions held in other entities outside the Group

Genomed – Diagnósticos de Medicina Molecular, S.A. (Director and Chief Executive Officer)

ii) Positions held in other entities of the Group

Hospital da Luz – Centro Clínico da Amadora, S.A. (Director)

Hospital da Luz, S.A. (Director)

Instituto de Radiologia Dr. Idílio de Oliveira – Centro de Radiologia Médica, S.A. (Chairman of the Board of Directors)

Hospital da Arrábida – Gaia, S.A. (Director)

HME – Gestão Hospitalar, S.A. (Director)

Surgicare – Unidades de Saúde, S.A. (Director)

Hospital da Luz - Oeiras, S.A. (Director)

Vila Lusitano – Unidades de Saúde, S.A. (Director)

Hospital Residencial do Mar, S.A. (Director)

Hospor – Hospitais Portugueses, S.A. (Director)

Casas da Cidade – Residências Sénior, S.A. (Director)

SGHL – Sociedade Gestora do Hospital de Loures, S.A. (Director)

CRB – Clube Residencial da Boavista, S.A. (Director)

Luz Saúde – Serviços, ACE (Director)

Cliria – Hospital Privado de Aveiro, S.A. (Director)

Luz Saúde – Unidades de Saúde e de Apoio à Terceira Idade, S.A. (Director)

Hospital da Luz - Guimarães, S.A. (Director)

GLSMED Learning Health, S.A. (Director)

GLSMED Trade, S.A. (Director)

S. C. H. - Sociedade de Clínica Hospitalar S.A. (Director)

Núcleo de Imagem Diagnóstica, Unipessoal, Lda. (Manager)

BMC - British Hospital Management Care, S.A. (Director)

British Hospital – Lisbon XXI, S.A. (Director)

Microcular – Centro Microcirurgia Ocular, Laser e Diagnóstico, S.A. (Director)

Capital Criativo Health Care Investments, S.A. (Director)

Tomás Leitão Branquinho da Fonseca

i) Positions held in other entities outside the Group

DTC Imobiliária-Gestão de Imóveis Lda. (Manager)

TTT – Participações e Investimentos Lda. (Manager)

ii) Positions held in other entities of the Group

Hospital da Luz – Centro Clínico da Amadora, S.A. (Director)

Hospital da Luz, S.A. (Director)

Hospital da Arrábida – Gaia, S.A. (Director)

Casas da Cidade – Residências Sénior de Carnaxide, S.A. (Director)

HME – Gestão Hospitalar, S.A. (Director)

Surgicare – Unidades de Saúde, S.A. (Director)

Hospital da Luz - Oeiras, S.A. (Director)

RML – Residência Medicalizada de Loures, SGPS, S.A. (Director)

Hospital Residencial do Mar, S.A. (Director)

Hospor – Hospitais Portugueses, S.A. (Director)

Casas da Cidade – Residências Sénior, S.A. (Director)

SGHL – Sociedade Gestora do Hospital de Loures, S.A. (Director)

CRB – Clube Residencial da Boavista, S.A. (Director)

Luz Saúde – Serviços, ACE (Director)

Cliria – Hospital Privado de Aveiro, S.A. (Director)

Luz Saúde – Unidades de Saúde e de Apoio à Terceira Idade, S.A. (Director)

Hospital da Luz - Guimarães, S.A. (Director)

S. C. H. - Sociedade de Clínica Hospitalar S.A. (Director)

Núcleo de Imagem Diagnóstica, Unipessoal, Lda. (Manager)

BMC - British Hospital Management Care, S.A. (Director)

British Hospital – Lisbon XXI, S.A. (Director)

Microcular – Centro Microcirurgia Ocular, Laser e Diagnóstico, S.A. (Director)

Capital Criativo Health Care Investments, S.A. (Director)

Rogério Miguel Antunes Campos Henriques

i) Positions held in other entities outside the Group

Fidelidade – Companhia de Seguros, S.A. (Member of the Board of Directors and Vice-President of the Executive Committee)

Multicare – Seguros de Saúde, S.A. (Member of the Board of Directors and Vice-President of the Executive Committee)

Fidelidade Macau – Companhia de Seguros, S.A. (Chairman of the Board of Directors)

Garantia – Companhia de Seguros de Cabo Verde, S.A. (Chairman of the Remuneration Committee)

ii) Positions held in other entities of the Group

Does not hold positions in any other entities in the Group

Tucson Dunn II

i) Positions held in other entities outside the Group

Fosun Healthcare Holdings, Shanghai, China (Managing Director)

ii) Positions held in other entities of the Group

Does not hold positions in any other entities in the Group

POSITIONS HELD IN OTHER ENTITIES BY THE MEMBERS OF THE AUDIT BOARD, WITH THE EXCEPTION OF BUSINESS ENTITIES

21 March 2018

João Carlos Tovar Jalles

i) Positions held in other entities outside the Group

Direct Profit, Lda. (Managing Partner)

ii) Positions held in other entities in the Group

Does not hold positions in any other entities in the Group

António Luís Castanheira Silva Lopes

i) Positions held in other entities outside the Group

Popular Gestão de Activos – Sociedade Gestora de Fundos de Investimento, S.A. (effective member of the Audit Board)

Abarca Companhia de Seguros, S.A. (Director)

ii) Positions held in other entities in the Group

Does not hold positions in any other entities in the Group

Clara José Cruz de Sequeira Viegas Penha Ventura

i) Positions held in other entities outside the Group

Does not hold positions in any other entities outside the Group

ii) Positions held in other entities in the Group

Does not hold positions in any other entities in the Group

Luís Manuel Pereira da Silva

i) Positions held in other entities outside the Group

Sociedade Anglo-Portuguesa de Diatomite, Lda. (Manager)

Fonemas Divertidos - Mediação Imobiliária, Lda. (Managing Partner)

ii) Positions held in other entities in the Group

Does not hold positions in any other entities in the Group

POSITIONS HELD IN OTHER ENTITIES BY THE COMPANY SECRETARY, WITH THE EXCEPTION OF BUSINESS ENTITIES

21 March 2018

João Ferreira Rebelo

i) *Positions held in other entities outside the Group*

Does not hold positions in any other entities outside the Group

ii) *Positions held in other entities in the Group*

Luz Saúde – Unidades de Saúde e de Apoio à Terceira Idade, S.A. (President of the Shareholders Meeting Board)

Casas da Cidade - Residências Sénior de Carnaxide, S.A. (President of the Shareholders Meeting Board)

SGHL – Sociedade Gestora do Hospital de Loures, S.A. (President of the Shareholders Meeting Board)

Luz Saúde - Serviços, A.C.E. (President of the Shareholders Meeting Board)

Hospital da Luz – Centro Clínico da Amadora, S.A. (President of the Shareholders Meeting Board)

Hospital da Luz - Oeiras, S.A. (President of the Shareholders Meeting Board)

CRB – Clube Residencial da Boavista, S.A. (President of the Shareholders Meeting Board)

Hospital da Arrábida – Gaia, S.A. (President of the Shareholders Meeting Board)

Hospital da Luz, S.A. (President of the Shareholders Meeting Board)

H.M.E. - Gestão Hospitalar S.A. (President of the Shareholders Meeting Board)

HOSPOR – Hospitais Portugueses, S.A (President of the Shareholders Meeting Board)

Hospital Residencial do Mar, S.A. (President of the Shareholders Meeting Board)

RML - Residência Medicalizada de Loures, SGPS, S.A. (President of the Shareholders Meeting Board)

SURGICARE – Unidades de Saúde, S.A. (President of the Shareholders Meeting Board)

Vila Lusitano – Unidades de Saúde, S.A. (President of the Shareholders Meeting Board)

Hospital da Luz – Guimarães, S.A. (President of the Shareholders Meeting Board)

GLSMED Learning Health, S.A. (President of the Shareholders Meeting Board)

GLSMED Trade, S.A. (President of the Shareholders Meeting Board)

Instituto de Radiologia Dr. Idílio de Oliveira - Centro de Radiologia Médica, S.A. (President of the Shareholders Meeting Board)

Cliria – Hospital Privado de Aveiro, S.A. (President of the Shareholders Meeting Board)

Casas da Cidade – Residências Sénior, S.A. (President of the Shareholders Meeting Board)

BMC – British Hospital Management Care, S.A. (President of the Shareholders Meeting Board)

British Hospital – Lisbon XXI, S.A. (President of the Shareholders Meeting Board)

Microcular – Centro Microcirurgia Ocular, Laser e Diagnóstico, S.A. (President of the Shareholders Meeting Board)

Capital Criativo Health Care Investments, S.A. (President of the Shareholders Meeting Board)

Joana Varela Pita

i) Positions held in other entities outside the Group

Does not hold positions in any other entities outside the Group

ii) Positions held in other entities of the Group

Luz Saúde – Unidades de Saúde e de Apoio à Terceira Idade, S.A. (Secretary of the Shareholders Meeting Board)

Casas da Cidade - Residências Sénior de Carnaxide, S.A. (Secretary of the Shareholders Meeting Board)

SGHL – Sociedade Gestora do Hospital de Loures, S.A. (Secretary of the Shareholders Meeting Board)

Luz Saúde - Serviços, A.C.E. (Secretary of the Shareholders Meeting Board)

Hospital da Luz – Centro Clínico da Amadora, S.A. (Secretary of the Shareholders Meeting Board)

Hospital da Luz - Oeiras, S.A. (Secretary of the Shareholders Meeting Board)

CRB – Clube Residencial da Boavista, S.A. (Secretary of the Shareholders Meeting Board)

Hospital da Arrábida – Gaia, S.A. (Secretary of the Shareholders Meeting Board)

Hospital da Luz, S.A. (Secretary of the Shareholders Meeting Board)

H.M.E. - Gestão Hospitalar S.A. (Secretary of the Shareholders Meeting Board)

HOSPOR – Hospitais Portugueses, S.A (Secretary of the Shareholders Meeting Board)

Hospital Residencial do Mar, S.A. (Secretary of the Shareholders Meeting Board)

RML - Residência Medicalizada de Loures, SGPS, S.A. (Secretary of the Shareholders Meeting Board)

SURGICARE – Unidades de Saúde, S.A. (Secretary of the Shareholders Meeting Board)

Vila Lusitano – Unidades de Saúde, S.A. (Secretary of the Shareholders Meeting Board)

Hospital da Luz – Guimarães, S.A. (Secretary of the Shareholders Meeting Board)

GLSMED Learning Health, S.A. (Secretary of the Shareholders Meeting Board)

GLSMED Trade, S.A. (Secretary of the Shareholders Meeting Board)

Instituto de Radiologia Dr. Idílio de Oliveira - Centro de Radiologia Médica, S.A. (Secretary of the Shareholders Meeting Board)

Casas da Cidade – Residências Sénior, S.A. (Secretary of the Shareholders Meeting Board)

BMC – British Hospital Management Care, S.A. (Secretary of the Shareholders Meeting Board)

British Hospital – Lisbon XXI, S.A. (Secretary of the Shareholders Meeting Board)

Microcular – Centro Microcirurgia Ocular, Laser e Diagnóstico, S.A. (Secretary of the Shareholders Meeting Board)

Capital Criativo Health Care Investments, S.A. (Secretary of the Shareholders Meeting Board)



SHARES AND VOTING RIGHTS

At this date, the share capital of Luz Saúde, S.A. is represented by 95 542 254 shares corresponding to 955 422 votes.