

# NOVABASE

## MANAGEMENT REPORT

LISBON



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# CHAIRMAN'S MESSAGE

Dear Shareholders,

The progress we achieved in 2020 was clearly positive, even though the year was marked by Covid-19. This was only made possible by the commitment of the entire NOVABASE team, to whom I give my thanks.

We successfully wrapped up three strategic M&As, particularly our acquisition of a 100% stake in Celfocus – which allowed us to accelerate our transformation of the Next-Gen business – and had sound financial performance.

These results bear out the Board of Directors' strategic focus and prove the valorisation potential of our assets.

We created the Pandemic Task Force, efficiently addressing the numerous challenges which arose, and always putting the safety and health of people first.

We updated policies and regulations to improve transparency, oversight procedures, corporate governance and the creation of sustained value.

We celebrated 20 years on the stock market, and were congratulated by Euronext Lisbon for our best practices, resilience and ability to reinvent ourselves over this time. We re-entered the PSI20 and our stock went up 24%, well above this index and the Eurostoxx Technology index.

The transformation we have started is now underway, while the path we have taken gives us confidence. Nevertheless, we still face tremendous challenges ahead. Winning new clients of size, above all in the European area, together with attracting and retaining talent in an increasingly more competitive market are just some examples.

The greatest challenge, however, will be achieving our immense potential. This will require changes – some profound – from adopting new organizational models to overhauling mindsets and even our own ecosystem.

This will take courage, a willingness to take risks and great determination. These ingredients are part of our history and, I believe, will also be part of NOVABASE's future!

**Luis Salvado**

# CEO'S MESSAGE

Dear Shareholders,

I am truly proud of the work done by the entire community of the NOVABASE Group in 2020!

Our 2020 results largely surpassed expectations in a very difficult year. NOVABASE showed maturity and resilience, coming together as one to face the Covid-19 pandemic.

I am also truly satisfied, at the end of this term of office, for delivering a NOVABASE which is focused on executing its strategy, is more sustainable and knows exactly where it is headed.

I would like to have done even more from the standpoint of transformation, but the pandemic did not facilitate these efforts.

Allow me to highlight several goals achieved in 2020:

**Integration of Next-Gen business** - After acquiring the stake in Celfocus held by our partner and customer Vodafone, we integrated the vertical areas of Telecommunications and Financial Services to create the hub for the Next-Gen segment;

**Robust growth in Turnover** - NOVABASE grew 9.9%, with the NextGen segment up 11%, thereby reaffirming our Next-Gen volume goal for 2023;

**Improved Profitability** - EBITDA as a percentage was 9.5%, validating our focus on segments with higher profitability and investments in strategic initiatives;

**Creation of Value for shareholders** - NOVABASE share price in 2020 increased 24%, comparing positively against reference indices (PSI20: -6% and STOXX: 14%);

**Management of Covid-19 crisis** - We reacted swiftly and earned the trust of our community, as clearly demonstrated in surveys (98% are confident in NOVABASE's leadership in making the right decisions; 83% are very or extremely trusting).

Since this is the last year of the 2018-2020 term of office, I would also like to share some remarks about this period.

Today's NOVABASE is a company transformed compared to what it was in May 2018, when the current Board of Directors' term of office began. Its strategy is clear, shared and known by all stakeholders. It completely controls its strategic assets, and has clear goals set for each one.

Its driver of growth is focused on an expanding market segment, while it grows organically above the market.

Today's NOVABASE is a sustainable company. It is a leader in developing talent, with a sound financial standing and improved risk profile. It cultivates a culture of equality and diversity.

This term of office has been a time of transformation. The groundwork has been laid for NOVABASE to assert itself in the Next-Gen segment. There is still much more to do, but with courage, dedication and talent, NOVABASE will continue to thrive.

Thank you for your continued support.

Cheers,  
**João Nuno Bento**

# HIGHLIGHTS 2020

## ACTIVITY

### 2019+ STRATEGY EXECUTION

#### NEXT-GEN: RELEVANT ACQUISITION COMPLETED

Next-Gen was strengthened with the acquisition of Vodafone Portugal's equity stake in Celfocus, for an initial price of 20 M€ subject to adjustments.

Full ownership of Celfocus is key to NOVABASE's strategy of becoming an "Next-Gen IT Services Company", enabling the Group to allocate resources and explore synergies in a more efficient way.

#### VALUE PORTFOLIO: GENERATING VALUE TO FUND NEXT-GEN

NOVABASE continued successfully delivering on its strategy, with the sales of Collab and GTE Business <sup>(1)</sup>, which combined represented a divestment of over 60% of the Value Portfolio segment revenues <sup>(2)</sup>:

- Sale of NOVABASE's equity stake in Collab to the Swedish Netadmin System I Sverige AB, for a 2019 Price to Sales multiple of 0.92x, subject to adjustments;
- Adjustment to consideration on the sale of GTE Business, raising the 2019 Price to Sales multiple of this transaction to 1.12x.

<sup>(1)</sup> Accounted in 2019.

<sup>(2)</sup> Baseline 2018 (previous to Strategic Update 2019+).

### COVID-19

#### STRONG PERFORMANCE DESPITE THE PANDEMIC

2020 was marked by the outbreak of the Covid-19 pandemic crisis, the disease caused by the novel coronavirus. An agile decision-making process allowed NOVABASE to rapidly adapt processes and action plans in response to the pandemic, ending 2020 with a double-digit growth in Turnover, solid operating results and a positive evolution in relevant KPIs of the 2019+ Strategy. NOVABASE also believes that its strategy will not be affected, in fact, the pandemic may even pave the way towards an acceleration of the digital economy, where the Company will have a relevant role.

### PRESS ZONE

#### NOVABASE ON THE NEWS

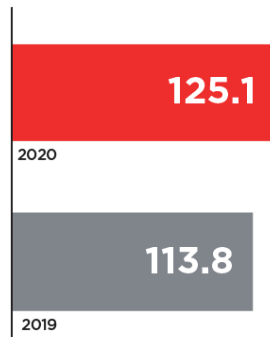
- 3/11 || NOVABASE re-entered PSI20 as of March, 23.
- 4/23 || NOVABASE President Luís Salvado met with the President of Portugal, to discuss the impact of the pandemic and prospects on IT sector.
- 7/6 || Euronext Lisbon CEO congratulated NOVABASE for its 20 years of stock market, marked by the adherence to good practices, resilience and ability to reinvent itself.
- 7/9 || NOVABASE was awarded as the most innovative company in people management by the Human Resources Portugal Magazine, for the 2<sup>nd</sup> year in a row.
- 10/28 || NOVABASE Shareholders Agreement Subscribers reported the intention to propose Luís Salvado as Chairman and CEO for the next mandate (2021 to 2023).

# HIGHLIGHTS 2020

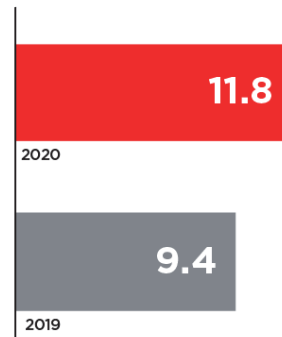
## FINANCIAL HIGHLIGHTS

AMOUNTS IN M€, EXCEPT OTHERWISE STATED  
2019 RESTATED (DO NOT INCLUDE COLLAB)

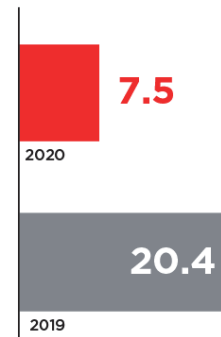
TURNOVER



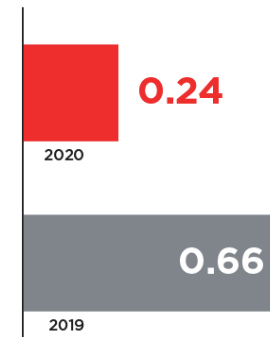
EBITDA



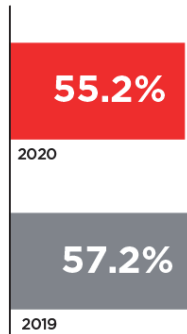
NET PROFIT



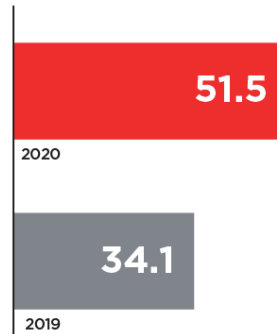
EPS (€/SHARE)



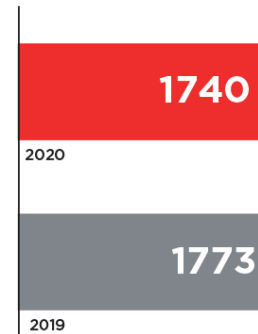
INTERNATIONAL BUSINESS (%)



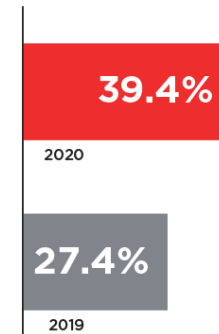
NET CASH



EMPLOYEES (AVERAGE #)



FREE FLOAT VELOCITY (%)



# CORPORATE GOVERNANCE

NOVABASE has been a publicly-traded company since July 2000. It operates according to a governance model whose suitability and performance are assessed regularly by the Board of Directors to help optimize its performance in closer alignment with the interests of all stakeholders – those interested in NOVABASE's corporate activities, namely shareholders, investors, customers, suppliers, other business partners and employees.

In view of the mounting challenges of internationalization and competition revolving around NOVABASE's business, the corporate governance system in place at the company needed to be brought up to date by simplifying and streamlining company bodies and procedures, so as to tailor existing solutions to the Company's size and specific circumstances.

Therefore, beginning in 2015, NOVABASE adopted a reinforced Latin corporate governance model comprised of a Board of Directors, Audit Board and Statutory Auditor (ROC). In this model, a substantially more agile day-to-day management structure was implemented, with the Board of Directors able to delegate the day-to-day running of the company to one or more directors (managing directors) or to an Executive Committee of 3 to 9 members.

Following the General Meeting of Shareholders of 10 May 2018 (which, among other decisions, elected the members of the corporate boards and Remuneration Committee for the three-year period of 2018-2020), the elected Board of Directors delegated NOVABASE's daily management to an Executive Committee supervised by the non-executive directors.

In 2019, the election of Paulo Jorge de Barros Pires Trigo as a new member of NOVABASE's Board of Directors, together with his inclusion on NOVABASE's Executive Committee, was approved in the General Meeting of Shareholders dated 26 September 2019. This election was proposed under NOVABASE's updated strategy for 2019 and beyond (2019+ Strategic Update) and as part of the Company's reorganization into two new operating segments (further explained in point 21 of the Corporate Governance Report, which forms an integral part of this Consolidated Report and Accounts), given the urgent need to match the structure of NOVABASE's managing board to the 2019+ Strategic Update to reflect its focus on the Next-Gen segment.

Moreover, NOVABASE has a General Meeting board elected for three-year terms of office, along with a Remuneration Committee appointed by the General Meeting of Shareholders to establish the remuneration of each corporate board member based on the duties performed and the company's financial status. The company also designates a Secretary and respective surrogate, under the terms of article 446-A of the Commercial Companies Code, to perform the duties established by law.

NOVABASE constantly analyses the implementation of this model in order to refine its corporate governance practices, whenever possible, and tailor the model to the demands and challenges faced by the Company.

# FINANCIAL AND STOCK PERFORMANCE

## 2019+ STRATEGY

In the wake of in-depth strategic reflection beginning in 2018 on the company's future, in 2019 NOVABASE communicated an updated strategy for 2019 and beyond (2019+ Strategic Update), whose key features are recalled:

- NOVABASE intends to become a "Next-Gen IT Services Company";
- Its strategic positioning will be propelled by great Talent and Technology;
- Bulk of Transformation should occur until 2021;
- Next-Gen as the core segment, being the primary goal to accelerate its growth (organically and through M&A), by focusing on high-value customers and markets, in order to double Turnover (versus 2018) with double-digit operating margins by 2023;
- Value Portfolio segment profitable to fund Next-Gen's Transformation and growth;
- Increase visibility with investors;
- Return of any excess funds to shareholders (expected shareholder remuneration of 1.5 Euros per share for the 2019-2023 horizon <sup>(1)</sup>).

With this strategic direction, NOVABASE intends to increase its investment in the disruptive technologies of the digital economy, to develop and better leverage the potential of staff and recent graduates coming out of Portuguese universities, and to deploy its solutions to more and larger clients in Europe and the Middle East.

NOVABASE entered 2020 in this context, prepared to face the challenges already known: the growing competition to attract talent and attracting a new client base, particularly outside of Portugal.

There was no way to predict what would also occur: the outbreak of the Covid-19 pandemic, the disease caused by the novel coronavirus, which raised the challenge. However, as history has already shown, NOVABASE has experienced teams in dealing with situations of enormous adversity and resilience is one of its main strong points.

Thus, despite the increased challenges, NOVABASE was able to execute key milestones towards its strategic objectives in 2020, continued to grow in a profitable way and strengthened its balance sheet, as will be analysed ahead.

The 2020 results allow NOVABASE to reaffirm its long-term vision of delivering sustainable value to all stakeholders.

<sup>(1)</sup> Including values payed since 01.01.2019.

## RELEVANT INFORMATION

In 2020, NOVABASE executed three relevant strategic M&A moves:

### • Acquisition of Vodafone Portugal's equity stake in Celfocus

On April 24, 2020, NOVABASE has entered into a sale and purchase agreement with Vodafone Portugal, S.A. ("Vodafone") to buy the shares representing Vodafone's equity stake in Celfocus, S.A. (45.001%).

The agreed purchase price for Vodafone's entire shareholding was 20 M€, fully paid on April 30, 2020.

There may be an additional price adjustment of 7.5 M€, to be paid for in services, which could raise the final purchase price to a maximum of 27.5 M€, as a result of possible annual adjustments until 2023 related to service hiring guarantees of 10 M€ per year for three years given by Vodafone.

Due to the importance of this transaction for the execution of the strategy and given NOVABASE's financial robustness, the Board of Directors approved the acquisition, despite the current context of uncertainty. This transaction did not require any significant guidance reframing regarding the Strategic Update 2019+.

To be noted that in 2019 Celfocus employed over 650 employees and had a 65 M€ Turnover, EBITDA of 6.3 M€ and cash holdings of 16.1 M€. Prior to this transaction, NOVABASE held a 54.997% stake in Celfocus, S.A..

### • Sale of NOVABASE's equity stake in Collab to the swedish Netadmin System i Sverige AB

On March 19, 2020, NOVABASE and Netadmin System i Sverige AB entered into a sale and purchase agreement for all shares representing COLLAB - Soluções Informáticas de Comunicação e Colaboração, S.A. share capital, subsidiary held in 72.45% by NOVABASE Business Solutions, S.A. and in 17.75% by Fundo Capital Risco NB Capital. The completion of the sale and purchase also occurred on this date, with the delivery of the shares against payment of part of the price.

The agreed initial purchase price was 6 M€, to which a potential annual earn-out may be accreted, up to a maximum of three annual periods, depending on COLLAB's performance, as set out in the agreement.

Of the agreed initial purchase price, 1.5 M€ was temporarily held by the purchaser, as foreseen in the sale and purchase agreement. On November, the purchaser paid 1 M€ referring to the 'Holdback Amount'. The agreed purchase price is still subject to positive or negative price adjustment clauses agreed between the parties. Additionally, a discussion on the Holdback Amount paid in November is underway.

As a result of this transaction, NOVABASE recorded in 2020 a capital gain amounting to 0.3 M€, which falls within the range of 0.1 M€ to 0.8 M€ of estimated capital gain disclosed, but still subject to adjustments.

To be noted that this subsidiary represented a 6.5 M€ Turnover in 2019 and employed around 60 employees.



- **Adjustment to consideration on the sale of GTE Business**

On May 11, 2020, NOVABASE and VINCI Energies Portugal, S.A. (“purchaser”) confirmed a net adjustment to the price initially paid by the purchaser for the sale of the Application and Data Analytics business for the Government, Transport and Energy sectors (“GTE Business”) and the verification of the earn-out, which was dependent upon the final performance of the GTE Business in the financial year of 2019.

It is recalled that NOVABASE entered into a sale and purchase agreement with VINCI Energies Portugal, S.A. for its GTE Business as at November 4, 2019, and that the sale was substantially completed at the end of 2019, after verification of the relevant conditions precedent under the Agreement, with the agreed purchase price paid on January 9, 2020.

As a result of these events, the consideration obtained by NOVABASE increased to 39.3 M€, corresponding to the sum of the price initially agreed of 33 M€, the earn-out of 3 M€ and the net adjustment of the remainder.

Considering the final consideration obtained, the capital gain on the sale of the GTE Business reached 14.9 M€, so a 2.9 M€ adjustment to the capital gain was recorded in 2020 (NOVABASE had already recognised a capital gain of 12.0 M€ in 2019). The 2020 accounts also reflect the cash inflow of the total consideration on the sale, of 35.4 M€.

2020 was strongly marked by the outbreak of the Sars-Cov-2 pandemic. The world economy contracted at a substantial rate, following the implementation of restrictive measures on economic activity and mandatory worldwide lockdowns. The Companies were forced to adapt overnight to new ways of doing business and to address the new challenges and risks of the pandemic. Managing uncertainty took on a whole new meaning.

- **Covid-19 impacts**

Since its inception, NOVABASE has been monitoring carefully and permanently all developments related to the pandemic, having created a Contingency Coordinating Group for the management of this crisis, led by the CFO in alignment with the Management of each business. A contingency plan based on concrete and concerted actions was implemented, covering the entire organisation, from the operational areas to the central structures, with the main priorities being to ensure safety, health and well-being for all individuals in the NOVABASE community and to preserve the company’s financial strength.

Agile and efficient decision-making processes allowed NOVABASE to rapidly adapt processes and action plans in response to the pandemic, with the aim of mitigating its effects, namely:

- All bureaucratic processes were adapted in order to eliminate or minimise travel, and infrastructures were reinforced, which provided conditions for nearly 100% of employees to work remotely, ensuring both safety, health and well-being for the NOVABASE community and clients business operations continuity. Our Nearshore Agile Delivery Model proved fit for the new “work from home” context and our flexible mindset contributed to keep people engaged;
- Still, and so that employees could continue to use NOVABASE’s facilities safely whenever necessary to perform their jobs, safety and hygiene measures in the workplace were reinforced, namely the layouts’ reorganisation in order to maintain social distancing, the implementation of Covid-specific signage, namely to circulation, the measurement of employees’ temperature upon arrival, the distribution of hand sanitiser at its facilities, the provision of personal protective equipment to employees and regular preventive disinfections to the facilities, which were awarded with the COVID OUT seal by ISQ;
- Internal medicine appointments were extended to digital channels, new conditions with the insurance company, within the scope of health insurances at employee’s choice, were negotiated, with enhanced coverage for Covid-19, and new benefits were designed to support employees in purchasing office and wellness equipment to create a comfortable home office. In addition, and considering the risks associated with remote work which may impact employee’s mental health, several webinars delivered by experts on emotional health and performance were held, also counselling sessions with psychologists and physical and mental well-being activities online were made available;
- With regards to NOVABASE’s financial sustainability, and as a preventive measure aimed at ensuring its financial resilience and competitiveness, the Board of Directors reversed its initial intention of proposing to the 2020 General Meeting of Shareholders a distribution to the shareholders of 0.85 Euros per share, postponing such distribution to a more suitable moment.

In terms of 2020 impacts associated with Covid-19, NOVABASE highlights:

- Financial - no relevant negative Covid-19 effects were recorded except for a minor EBITDA effect on the IT Staffing Business abroad (coincident with localised stringent lockdowns), but overall mitigation in this Business was possible. NOVABASE recognised incremental costs associated with Covid-19, namely related to personal protection equipment and additional security and hygiene measures amounting to approximately 115 thousand Euros. On the other hand, savings in Travel were made.
- Strategy - NOVABASE was able to successfully execute key milestones in its Transformation, as previously mentioned.
- Human Resources - since the beginning of the pandemic and up to date, the number of confirmed cases within NOVABASE employees is low, and the last monthly survey ("Pulse Check") showed that 83% of respondents are "Very Confident" or "Extremely Confident" on their leadership to make the right decisions on the pandemic, indicators that reveal confidence that the protection measures adopted were effective. Covid-19 may also have played a role in decreasing the attrition rate YoY.
- Accounting - NOVABASE reassessed the risks to which is exposed to and the key sources of estimated uncertainty, not having identified material changes triggered by the Covid-19 pandemic (more information on this matter can be found in the "Quantitative and qualitative information on the impacts of Covid-19" note included in the Accounts, an integral part of this Consolidated Report and Accounts).

Looking into the future, NOVABASE does not have reasons to believe that its strategy will be affected, in fact, the pandemic may even pave the way towards an acceleration of the digital economy, where NOVABASE will play a relevant role. Telecom emerges as one of the least affected sectors, and the Digital, Cognitive and Automation technologies are in high demand. Additionally, NOVABASE benefits from a very high-quality base of customers, a robust liquidity position and adequate capital levels, reasons that enables to face the future with confidence.

Nonetheless, a high degree of uncertainty remains in the pandemic context, with news concerning new and more contagious strains of the virus circulating and longer and/or stricter lockdowns expected - even with a global vaccine rollout in place.

Driven by this uncertain context, the Board of Directors decided not to propose any shareholder remuneration on the 2021 General Meeting of Shareholders, however reaffirming the commitment to distribute 1.5 Euros per share in the 2019-2023 strategic cycle - which means a remuneration of 0.85 Euros per share to be paid ahead.

The Board of Directors considers that the liquidity situation and the capital levels will be sufficient to continue the Group's activity.

As far as it is possible to anticipate, the M&A initiatives foreseen in the Strategic Plan are likely to be delayed due to the present market volatility and attracting new customers should remain challenging under the current travel restrictions,

which may influence growth prospects in 2021. However, the impact on the results of NOVABASE's operations cannot be determined, given the unpredictability regarding the duration, magnitude and consequences arising from the ongoing global pandemic.

NOVABASE will continue monitoring the pandemic's evolution and giving priority to the implementation of all measures considered adequate to minimise the negative effects on the Group's operations, in line with the recommendations of the authorities and on all stakeholders' best interest.

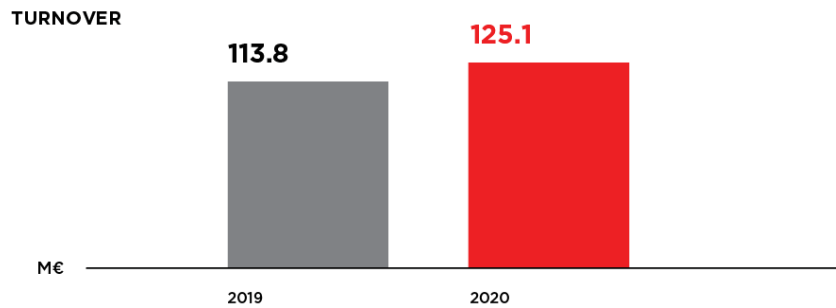
## KEY FIGURES

Following the sale of Collab, the comparatives of profit and loss and comprehensive income were restated in order to present continuing operations separately from discontinued operations (it is recalled that in 2019 the GTE Business had already been discontinued).

There were no relevant impacts due to the Covid-19 pandemic in 2020.

### TURNOVER

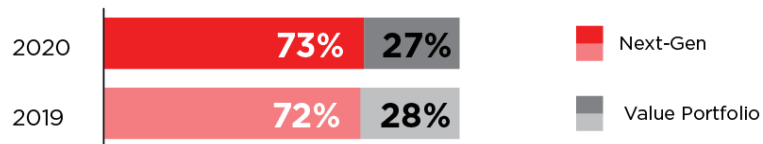
Turnover increased 10% YoY, with Next-Gen representing 73%



### BREAKDOWN BY GEOGRAPHY (%) <sup>(1)</sup>



### BREAKDOWN BY SEGMENT (%)

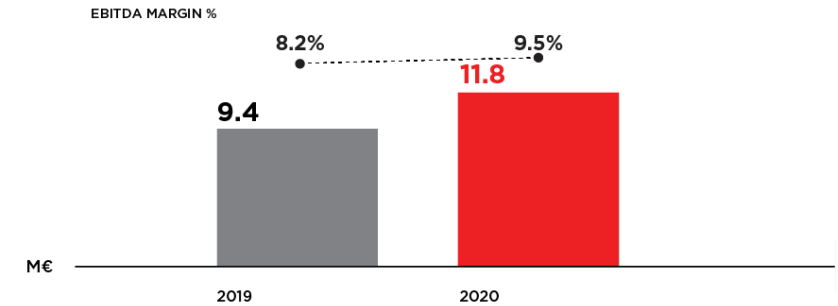


<sup>(1)</sup> Turnover by geography is computed based on the location of the client where the project is delivered.

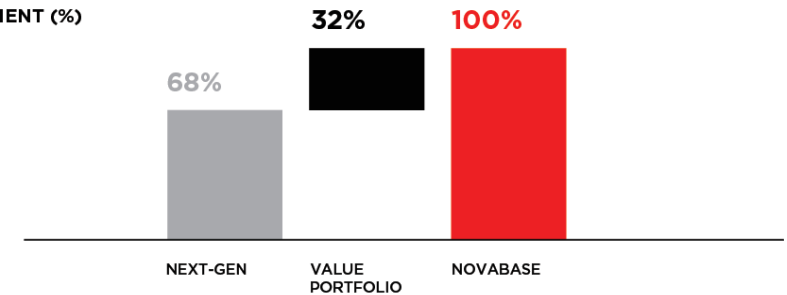
### EBITDA

EBITDA of 11.8 M€, leveraged by Next-Gen

#### EBITDA

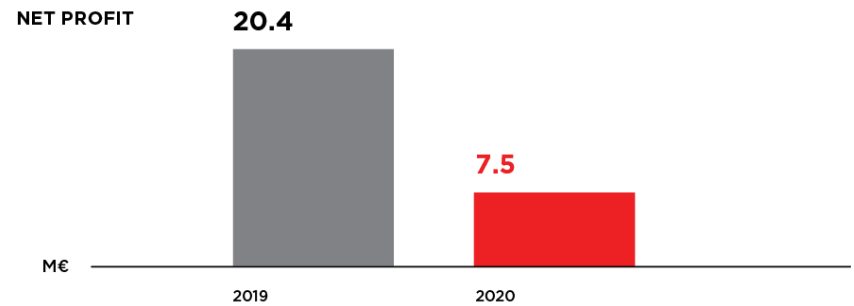


#### BREAKDOWN BY SEGMENT (%)



### NET PROFIT

Net Profit of 7.5 M€

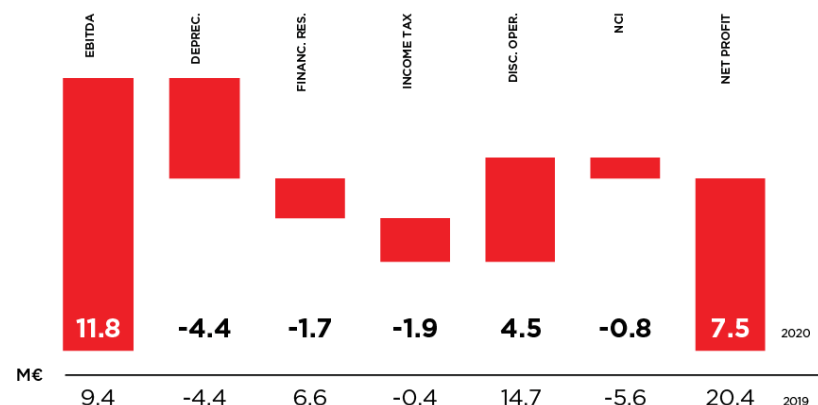


Net Profit includes discontinued operations in the amount of 4.5 M€ in 2020, which compares to 14.7 M€ in 2019.

## EBITDA TO NET PROFIT

Total Earnings Per Share reached 0.24 Euros (0.66 Euros in 2019)

### EBITDA TO NET PROFIT



Financial results decreased 8.4 M€ YoY, owing to the 8.1 M€ re-evaluation of the FeedZai investment recorded in 2019.

Non-taxable gains from the venture capital activity in 2019 and a YoY decrease in the SIFIDE research and development tax incentives explain the Income Tax charge increase, of +1.5 M€ YoY.

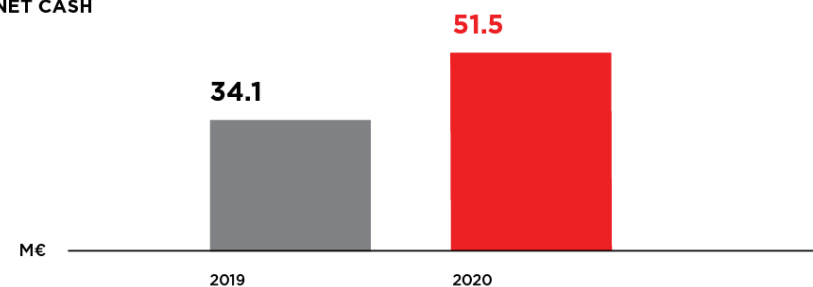
Discontinued operations - meaning GTE Business and COLLAB - reached 4.5 M€ in 2020, which comprises 3.3 M€ of capital gains on the sale of businesses / subsidiaries and 1.2 M€ of R&W provisions reversal. In 2019, this heading already included 12.0 M€ of gain on the GTE Business disposal.

Evolution of Non Controlling Interests (NCI), of +4.8 M€ YoY, is essentially explained by the NCI-share on the re-evaluation of FeedZai in 2019 and the full ownership of Celfocus since April 2020.

## NET CASH

Solid Net Cash position of 51.5 M€

### NET CASH



Comfortable liquidity situation to pursue the 2019+ Strategy objectives and face the Covid-19 pandemic context.

Cash generation in 2020, of 17.4 M€, comprises the following M&A cash flows:

- Cash inflow of 35.4 M€ from GTE Business disposal (including the price adjustment);
- Proceeds from the sale of COLLAB, net of cash disposed of, in the amount of 2.1 M€ (including the holdback amount);
- Cash outflow of 20.0 M€ from the acquisition of Vodafone's equity stake in Celfocus.

From the 51.5 M€ of Net Cash, 4.3 M€ refers to Non Controlling Interests (versus 13.5 M€ in 2019).

With reference to the Notes to the Consolidated Financial Statements, the detail and breakdown of Net Cash is analysed as follows:

AMOUNTS EXPRESSED IN THOUSANDS OF EUROS	2019	2020
Cash and cash equivalents	48,755	71,929
Debt securities - Non-Current	403	-
Debt securities - Current	2,793	-
Treasury shares held by the Company <sup>(1)</sup>	972	2,172
Bank borrowings - Non-Current	(13,600)	(16,200)
Bank borrowings - Current	(5,194)	(6,400)
<b>Net Cash</b>	<b>34,129</b>	<b>51,501</b>
Treasury shares held by the Company	376,611	676,611
Closing price @ last tradable day (€)	2.580	3.210
Treasury shares held by the Company	972	2,172

<sup>(1)</sup> Is determined by multiplying the number of treasury shares held by the Company at the end of the period by the share price on the last tradable day.

**CAPITAL EXPENDITURE**  
**Capex of 0.9 M€ in 2020**

Consolidated recurring investment (cash item) of 0.9 M€ in 2020 (1.9 M€ in 2019), is divided into:

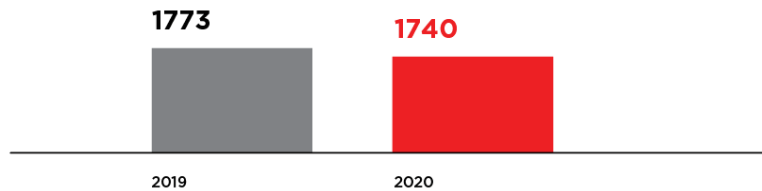
- Work in progress, in the amount of 0.3 M€, related to projects development; and
- Property, plant and equipment, in the amount of 0.6 M€, corresponding to furnishing and other equipment.

Non-recurring investment (non-cash item) was negative, totalling 9.2 M€, which comprises extraordinary or one-off movements, write-offs and perimeter variation.

AMOUNTS EXPRESSED IN THOUSANDS OF EUROS	NON-RECURRING	RECURRING	TOTAL
Work in progress	0.0	0.3	0.3
Transfer to Intangible Assets	-0.3	0.0	-0.3
<b>WORK IN PROGRESS</b>	<b>-0.3</b>	<b>0.3</b>	<b>0.0</b>
R&D	-3.1	0.0	-3.1
Industrial Property and Other Rights	-1.6	0.0	-1.6
<b>INTANGIBLE ASSETS</b>	<b>-4.7</b>	<b>0.0</b>	<b>-4.7</b>
Transport Equipment / Leasing / OR	-0.9	0.0	-0.9
Other Tangible Assets	-3.3	0.6	-2.7
<b>PROPERTY, PLANT AND EQUIPMENT</b>	<b>-4.2</b>	<b>0.6</b>	<b>-3.6</b>
<b>TOTAL</b>	<b>-9.2</b>	<b>0.9</b>	<b>-8.3</b>

**TALENT**  
**Talent pool of 1740 employees**

**AVERAGE NUMBER OF EMPLOYEES <sup>(1)</sup>**



Talent pool decreased 2% YoY, in line with the expected synergies and management overhaul.

<sup>(1)</sup> Excluding GTE Business and COLLAB.

In 2020, 75 new university graduates were recruited through NOVABASE Academy programme (105 in 2019), confirming that, despite the Covid-19 pandemic, NOVABASE was able to continue hiring and maintain the training, adapting its processes to the current situation.

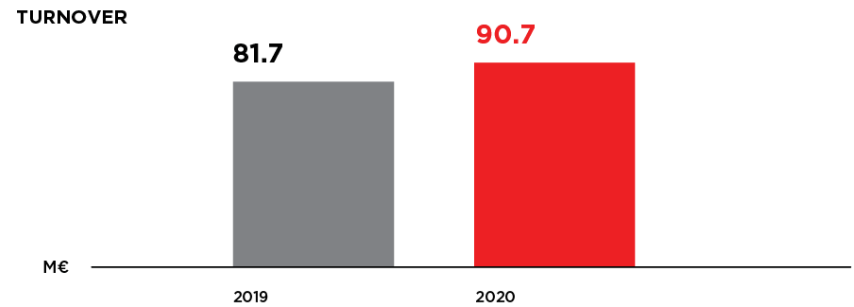
**SEGMENT INFORMATION**

**NOVABASE's activity is organised in two operating segments: Next-Gen and Value Portfolio**

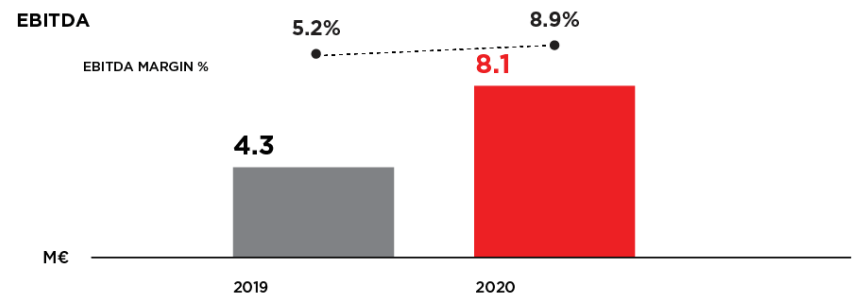
Next-Gen – NOVABASE's core segment, comprises the assets held in Financial Services and Telecommunications.

Value Portfolio – Segment aggregating the IT Staffing and venture capital activities, developed by Neotalent and NOVABASE Capital, respectively, whose objective is to generate funds to support Next-Gen. For reporting purposes, the Group's Holding and Shared Services also belong to Value Portfolio.

• **NEXT-GEN**  
**Next-Gen grew by double-digit in Turnover, +11% YoY...**



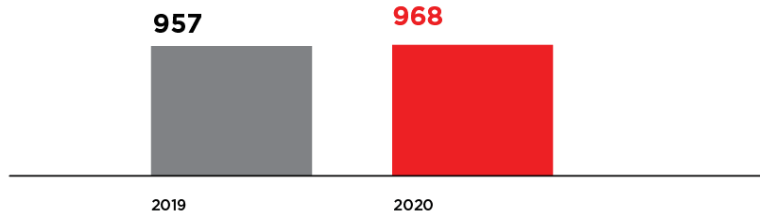
**... almost doubling EBITDA**



Next-Gen is working on strategic initiatives for 2023 goals.

### Turnover per employee increased 10% YoY

#### AVERAGE NUMBER OF EMPLOYEES



Attrition rate <sup>(1)</sup> lowered to 11.7% in 2020 (21.0% in 2019). This indicator probably incorporates some Covid-19 effects.

### Next-Gen still focused on Telco in 2020...

#### % OF REVENUES BY INDUSTRY

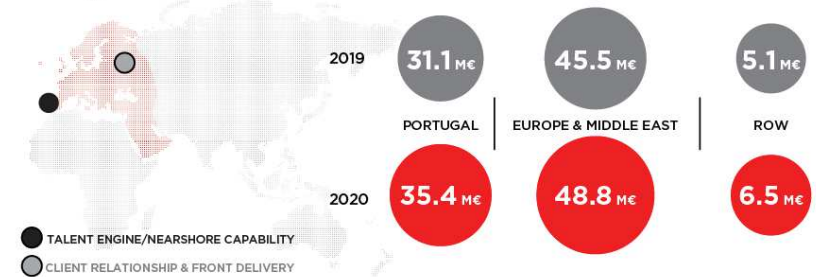


... but working on Multi Industry approach, targeting clients with ambition to transform.

<sup>(1)</sup> Determined by the formula: number of leaves at the employee's initiative ÷ average number of employees.

### International Turnover increased 9% YoY

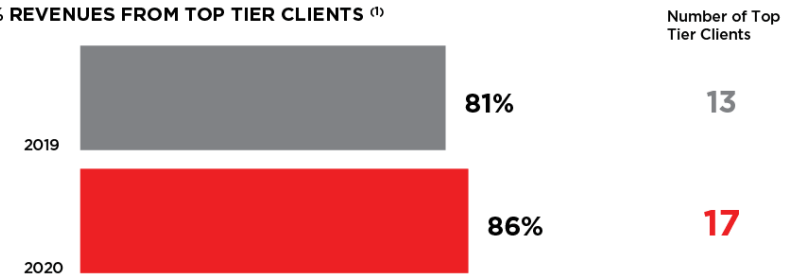
#### REVENUES BY GEOGRAPHY



61% of Next-Gen's Turnover was generated outside Portugal. Operations in Europe and the Middle East increased 7% YoY, accounting for 88% of the international business.

### Top Tier Clients increased YoY

#### % REVENUES FROM TOP TIER CLIENTS <sup>(1)</sup>



Next-Gen building and consolidating long-term relationships, allowed Top Tier Clients to grow both in number and in Revenues, +11.1 M € YoY (+ 17%).

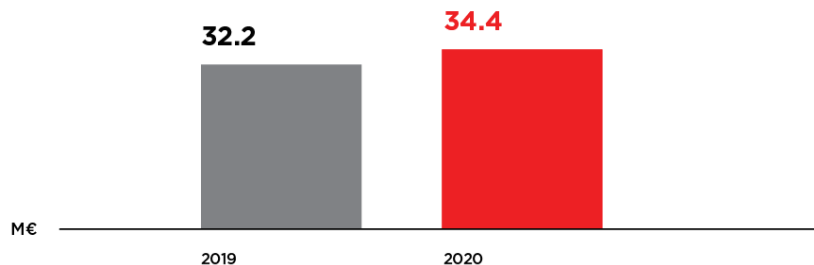
Total number of clients in 2020 was 102, same number as previous year.

<sup>(1)</sup> Top Tier Clients (>1 M€) considers the Trailing 12 months.

• **VALUE PORTFOLIO**

Value Portfolio Turnover grew 7% YoY, mainly driven by domestic operations

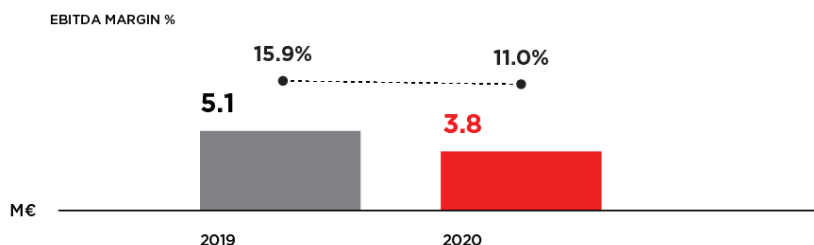
**TURNOVER**



40% of the Value Portfolio Turnover was generated outside Portugal.

**Sound EBITDA margin despite YoY decline**

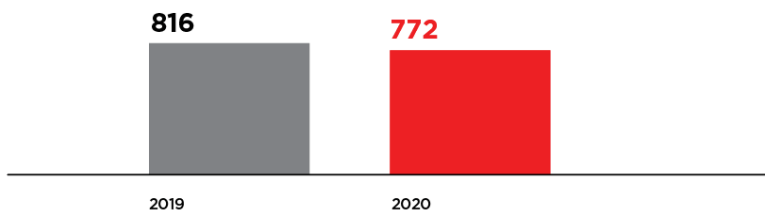
**EBITDA**



Incorporates central structure impacts and some “Covid-effects” on IT Staffing business outside Portugal (due to localised stringent lockdowns).

**Talent pool of 772 employees**

**AVERAGE NUMBER OF EMPLOYEES <sup>(1)</sup>**



Holding and shared services represented 82 employees in 2020 (versus 89 in 2019).

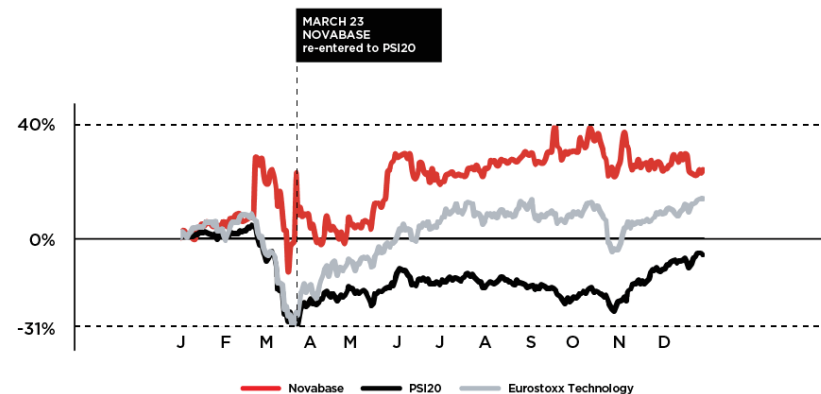
<sup>(1)</sup> Excluding GTE Business and COLLAB.

**STOCK PERFORMANCE**

**NOVABASE share price increased 24% in 2020**

In 2020, the stock markets witnessed strong falls from March onwards with the outbreak of the pandemic, followed by some appreciation of main indexes in the second half. NOVABASE share outperformed the reference indexes: PSI20 Index decreased 6% and EuroStoxx Technology Index increased 14%.

**NOVABASE AND THE MARKET**



In 2020, NOVABASE acquired 300 thousand shares under the buy-back programme of own shares of the Company. As at December 31, NOVABASE holds 676,611 own shares, representing 2.15% of its share capital.

At the end of 2020, Market Capitalisation is 100.8 M€ (81.0 M€ in 2019), implying a ttm Price to Sales of 0.92x.

Free Float Velocity <sup>(1)</sup> represented 39% (27% in 2019), considering 40% of free float for both periods.

At the date of issue of this Report, the average price disclosed by analysts is 5.17 Euros, with unanimous recommendation to buy. The average upside is 61%.

<sup>(1)</sup> Calculated according to Euronext criteria.

## RISKS

### • FINANCIAL RISKS

NOVABASE's activities expose it to a variety of financial risks, namely, Foreign exchange risk, Interest rate risk (cash flows and fair value), Credit risk, Liquidity risk and Capital management risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

During 2020, considering the Covid-19's pandemic situation and its impact on the markets, NOVABASE reassessed the inherent risks, however tried to avoid excessively procyclical assumptions given very limited availability of reasonable and supportable forward-looking information on the impact of Covid-19 pandemic. In its reassessment, NOVABASE concluded that the current financial risk management policies already incorporate sufficiently conservative scenarios and therefore are adequate to NOVABASE's profile, not being necessary reformulate them. However, due to the context of great uncertainty of its global impacts, NOVABASE continues permanently monitoring the risks, seeking to anticipate and manage possible impacts not currently contemplated.

More information on each of the financial risks that NOVABASE is exposed to, listed below, including control mechanisms, assessment of "Covid" and "Brexit" expected impacts and sensitivity analysis, can be found in the "Financial Risk Management Policy" note included in the Accounts, an integral part of this Consolidated Report and Accounts, and for which reading is advised.

#### (a) Foreign exchange risk

NOVABASE is exposed to foreign exchange risk, mainly arising from U.S. Dollar, since some subsidiaries perform transactions in this currency, but also arising from Kwanza and British Pound.

The finance department is responsible for monitoring the evolution of exchange rates of the currencies referred above, seeking to mitigate the impact of their fluctuations in consolidated results. Whenever expectations of changes in exchange rates justify it, the Group uses derivative financial instruments to hedge those exposures.

#### (b) Interest rate risk (cash flows and fair value)

Interest rate risk reflects the possibility of fluctuations in future interest charges in loans obtained, as a result of changes in market interest rate levels.

The Group's financial liabilities are indexed to short-term reference interest rates, revised in periods shorter than one year plus duly negotiated risk spreads. Hence, changes in interest rates can impact NOVABASE's results.

NOVABASE's exposure to interest rates arises from financial assets and liabilities contracted with a fixed and/or floating rate. In the first case, the Group faces a risk of fair value variation in these assets or liabilities, since every change in market rates involves an opportunity cost. In the second case, such change has a direct impact on interest amount, consequently causing cash variations.

Exposure to interest rate risk is monitored continuously by the finance department. The purpose of managing interest rate risk is to reduce the volatility of interest expenses.

#### (c) Credit risk

NOVABASE's credit risk is managed, simultaneously, on a business units level, for the outstanding amounts of trade and other receivables, and on a Group basis, for financial instruments. Credit risk arises from cash and cash equivalents, derivative financial instruments, and credit exposures to customers, including outstanding receivables and committed transactions. For banks and financial institutions, only credible and well-rated counterparties are accepted. Credit risk management of trade and other receivables is based in credit limit ranges, taking into account the financial position of the customer and past experience.

#### (d) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash or liquid financial instruments, the availability of financing sources through an adequate amount of committed credit facilities and the possibility to close out market positions.

Management monitors rolling forecasts of NOVABASE's liquidity reserve (which comprises undrawn committed borrowing facilities and cash and cash equivalents) on the basis of expected cash flows, taking into account the analysis of the remaining contractual maturity of the financial liabilities and the expected date of financial assets inflows. Additionally, the maturity concentration of borrowings and liabilities of NOVABASE are regularly monitored.

#### (e) Capital management risk

NOVABASE's objectives when managing capital, which is a broader concept than the equity disclosed on the face of the consolidated statement of financial position, are:

- (i) To safeguard the Group's ability to continue as a going concern and hence to provide returns for shareholders and benefits for other stakeholders;
- (ii) To maintain a solid capital structure to support the development of its business;
- (iii) To maintain an optimal capital structure to reduce the cost of capital.

Management monitors the Return on Capital <sup>(1)</sup> ratio, which measures NOVABASE's ability to generate cashflows in relation to the capital invested in its business.

<sup>(1)</sup> Determined by the formula: Operating Profit ÷ Total Equity.



## • EMERGING RISKS

In addition to the financial risks inherent to its activity, NOVABASE is also exposed to operational and business risks, which can be materialised into threats and opportunities, and proactively develops adequate mitigation strategies. From those, we highlight:

### (a) Cyber-risks

The growing sophistication and integration of technologies increased the companies exposure to several cyber-risks (such as large-scale cyber attacks, violation and destruction of data, etc.), with possible financial, operational and reputational losses. With the Covid-19 pandemic, and consequent generalisation of homeworking in society, exposure to this risk increased considerably.

From the point of view of information security, NOVABASE has been reinforcing risk mitigation measures, accompanied directly by the Chief Information Security Officer, a responsibility within Executive Committee assigned during 2019, namely by strengthening technological security controls and, furthermore, focusing on training on good homeworking practices and cybercrime awareness.

### (b) Talent Retention risk

NOVABASE's ability to successfully implement the strategy outlined depends on its ability to attract and retain top talent for each position.

The increased demand for high-quality talent, especially in the Portuguese market where NOVABASE recruits the majority of its employees, may be reflected in a potential rise in labour costs and the consequent difficulty in retaining talent. Additionally, the novel coronavirus crisis changed the rules of recruiting and hiring, as well as forced a new world of work, demanding new solutions and raising new questions: the remote recruitment, onboarding and training talent virtually, the resizing of relationships between employee and employer by opening up possibilities such as remote work, and the ability to attract talent in times of uncertainty and crisis.

NOVABASE's human resources policies are aligned with these objectives, having been adjusted to the new reality. This area was awarded in 2020, for the 2<sup>nd</sup> consecutive year, with the "Innovation in People Management" prize, attributed by Human Resources Portugal magazine.

### (c) Delivery risk

NOVABASE's policies to address delivery risk include, among others, the following:

- Analysis of each significant commercial proposal in order to reduce possible overselling, considering the available internal capacity;
- Permanent scrutiny of the quality of the team to be allocated to the projects;
- Maintenance of permanent training programmes in technologies (namely in New-Generation information technologies) and project management methodologies.

The Nearshore Agile delivery model that NOVABASE refined in recent years has proven to be resilient in this time of social distancing, which could encourage more conservative customers to embrace it even faster.

### (d) Strategic and contextual risks

NOVABASE is not immune to the contingencies of the markets in which it operates, still facing the so-called "strategic and contextual risks". The exposure to this risk increased significantly on account of the novel coronavirus pandemic, due to its unprecedented social and economic impacts worldwide and the high level of uncertainty on the real dimension of the future impacts.

NOVABASE seeks to manage and mitigate this risk through practices of recurring discussion, at the level of the various management chains, on the risks that impact on society / business unit. These discussions address areas of investment / divestment, strategic bets and pending risks at all times, and where the risk appetite at the level of the organisation and its evolution is also discussed.

## OUTLOOK

In a year characterised by the outbreak of the Covid-19 epidemic, which became a pandemic on March 11, 2020, and the ensuing unprecedented economic and social crisis that followed, NOVABASE recorded a robust performance, presenting solid operating results and a positive evolution in relevant KPIs of the 2019+ Strategy, strengthened its balance sheet and successfully concluded strategic M&A operations for its Transformation.

The achievements in terms of operating results and strategy that we report here bear testament once again to the resilience of NOVABASE's business model and financial strength.

These results validate NOVABASE's strategic direction communicated in July 2019, while demonstrating the growth potential of the Next-Gen segment, being in line with forecasts on the acceleration of digital transformation in the World, during and post-pandemic, and with the foreseeable higher demand for Digital and Cognitive Technologies.

NOVABASE's Nearshore Agile delivery model continues to show its effectiveness, having proved fit in this time of social distancing and work from home context, which indicates that more and more conservative clients will embrace it even faster, and that even in the post-pandemic the paradigm will remain.

NOVABASE's bet on larger-sized customers continues to prove to be the right choice in a scenario of rebounding investment, where these organisations will be the first to resume investment when the economic recovery takes place. The Telecommunications sector, where NOVABASE's biggest customers operate, has proven to be resilient in the current setting, and is expected to be one of the first to step up its investments after the crisis.

It is in this climate of confidence, supported by the 2020 solid performance, and with well-defined strategic priorities and an unwavering focus on creating value for all stakeholders, that NOVABASE enters in 2021.

Nonetheless, the pandemic crisis continues and will continue to affect the macroeconomic environment, predictably with greater intensity in the first half of the year, and the global impacts of Covid-19 are still unclear.

As far as it is possible to anticipate at this date, NOVABASE expects some delays in the M&A initiatives foreseen in the Strategic Plan and prefaces still very challenging conditions on the commercial access to new clients, due to the current restrictive measures to travel and mandatory lockdowns.

Aware of its leadership role as a digital enabler in the development of a more productive, socially just and more environmentally conscious society, NOVABASE is committed and excited with the opportunities for Transformation.

## SUBSEQUENT EVENTS

The following relevant facts occurred in 2021 up to the date of issue of this report:

### Changes in qualifying holdings

With reference to the information on shareholders with qualifying stakes, detailed in the ANNEXES TO THE MANAGEMENT REPORT section of this Report, NOVABASE received communications of the following changes:

- As from January 13, the shareholder Maria Manuela de Oliveira ceased to hold any stake in NOVABASE's share capital or voting rights, following the disposal of 650,924 shares;
- On the same date, HNB - S.G.P.S., S.A. increased its position in NOVABASE's share capital to 31.16%, following the acquisition of 650,924 shares, representing 2.07% of the share capital and corresponding voting rights;
- As from March 4, Santander Ações Portugal Fund ceased to hold any stake in NOVABASE's share capital or voting rights, after the sale on the market of 694,649 shares;
- On the same date, Santander Small Caps España, FI Fund started to hold 694,649 shares (previously zero), representing 2.2122% of NOVABASE's share capital and corresponding voting rights;
- As from March 5, Walter Rey started to hold in his own name 748,000 shares representing 2.382% of NOVABASE's share capital and corresponding voting rights, after acquisition on the Euronext Lisbon market of 748,000 shares.

### 1-year postponement option of the ESEF requirement

On January 29, 2021, CMVM published the annual newsletter for issuers, under which informed that the issuers requirement to prepare their 2020 Annual Financial Reports (AFR) in ESEF format (European Single Electronic Format), as provided for in the Delegated Regulation (EU) 2018/815, was delayed to January 1, 2021. The newsletter also clarifies that issuers intending to disclose their 2020 AFR in ESEF format may do so on a voluntary basis. NOVABASE chose not to present the 2020 Report and Accounts in ESEF format.

# CORPORATE BOARDS

## BOARD OF DIRECTORS

### Chairman

Luís Paulo Cardoso Salvado

### Members

João Nuno da Silva Bento  
(Executive and CEO; Chief People Officer; Chief Marketing Officer)

Álvaro José da Silva Ferreira  
(Executive and Value Portfolio COO)

Francisco Paulo Figueiredo Morais Antunes  
(Executive and CFO; Chief Risk Officer; Chief Legal Officer)

María del Carmen Gil Marín  
(Executive and Value Portfolio COO; Chief Investors Officer; Chief Information Security Officer)

Paulo Jorge de Barros Pires Trigo  
(Executive and Next-Gen COO)

José Afonso Oom Ferreira de Sousa  
(Non-executive)

Pedro Miguel Quinteiro Marques de Carvalho  
(Non-executive)

Marta Isabel dos Reis da Graça Rodrigues do Nascimento  
(Non-executive)

## OFFICERS OF THE GENERAL MEETING

### Chairman

António Manuel da Rocha e Menezes Cordeiro

### Secretary

Madalena Paz Ferreira Perestrelo de Oliveira

## EXECUTIVE COMMITTEE

### Chairman

João Nuno da Silva Bento

### Members

Álvaro José da Silva Ferreira  
Francisco Paulo Figueiredo Morais Antunes  
María del Carmen Gil Marín  
Paulo Jorge de Barros Pires Trigo

## AUDIT BOARD

### Chairman

Álvaro José Barrigas do Nascimento

### Members

Fátima do Rosário Piteira Patinha Farinha  
Miguel Tiago Perestrelo da Câmara Ribeiro Ferreira

### Surrogate

Manuel Saldanha Tavares Festas

## STATUTORY AUDITOR

### Effective Statutory Auditor

KPMG & Associados - S.R.O.C., S.A. represented by Paulo Alexandre Martins  
Quintas Paixão

### Surrogate Statutory Auditor

Maria Cristina Santos Ferreira

## REMUNERATION COMMITTEE

### Chairman

Francisco Luís Murteira Nabo

### Members

Pedro Miguel Duarte Rebelo de Sousa  
João Francisco Ferreira de Almada e Quadros Saldanha

## COMPANY'S SECRETARY

Diogo Leónidas Ferreira da Rocha  
Carolina Duarte Simões Pereira Barrueca (Surrogate)

# PROPOSAL FOR THE ALLOCATION OF PROFITS

Whereas, despite that the Company presented in 2020 financial year a consolidated net profit of € 7,486,060.77 (seven million, four hundred and eighty six thousand, sixty euros and seventy seven cents), it recorded in the individual accounts a negative net profit of € 3,375,247.79 (three million, three hundred and seventy five thousand, two hundred and forty seven euros and seventy nine cents).

Pursuant to the legal and statutory provisions, the Board of Directors proposes that the negative net profit for the year recorded in the individual accounts to be transferred to retained earnings.

Lisbon, 29 April 2021

**Board of Directors**

# ANNEXES TO THE MANAGEMENT REPORT

## LIST OF SHAREHOLDERS WITH QUALIFYING STAKES AS AT 31 DECEMBER 2020

(Under the terms of section b) of paragraph 1 of article 8 of the Portuguese Securities Market Commission - CMVM - Regulation no. 5/2008, with the identification of the respective allocation of voting rights in accordance with paragraph 1 of article 20 of the Portuguese Securities Code)

The holdings identified below correspond to the last positions notified to the Company with reference to 31 December 2020 or a previous date.

There are no categories of shares with special rights.

HOLDERS	NO. SHARES	% SHARE CAPITAL AND VOTING RIGHTS
HNB - S.G.P.S., S.A. <sup>(1)</sup>	9,134,829	29.09%
Pedro Miguel Quinteiro Marques de Carvalho	2,097,613	6.68%
João Nuno da Silva Bento	1,366,761	4.35%
Luís Paulo Cardoso Salvado <sup>(1)</sup>	1	0.00%
Álvaro José da Silva Ferreira <sup>(1)</sup>	1	0.00%
José Afonso Oom Ferreira de Sousa <sup>(1)</sup>	1	0.00%
Holding under the Shareholders Agreement concerning NOVABASE <sup>(2)</sup>	12,599,206	40.12%
Partbleu, Sociedade Gestora de Participações Sociais, S.A. <sup>(3)</sup>	3,180,444	10.13%
IBIM2 Limited	3,144,217	10.01%
Lazard Frères Gestion SAS	1,570,870	5.00%
Fundo de Investimento Mobiliário Aberto Santander Ações Portugal	1,476,905	4.70%
Fundo de Investimento Mobiliário Aberto Poupança Ações Santander PPA	34,537	0.11%
Santander Asset Management - Soc. Gestora de Fundos de Investimento Mobiliário, S.A. <sup>(4)</sup>	1,511,442	4.81%
Maria Manuela de Oliveira Marques	1,043,924	3.32%
<b>TOTAL</b>	<b>23,050,103</b>	<b>73.40%</b>

<sup>(1)</sup> José Afonso Oom Ferreira de Sousa, Luís Paulo Cardoso Salvado and Álvaro José da Silva Ferreira are the controlling shareholders and directors of HNB - S.G.P.S., S.A., having executed a shareholder's agreement concerning the entirety of the share capital of this company.

<sup>(2)</sup> The total holding is attributed to José Afonso Oom Ferreira de Sousa, Luís Paulo Cardoso Salvado, Álvaro José da Silva Ferreira, João Nuno da Silva Bento and Pedro Miguel Quinteiro Marques de Carvalho, under the terms of the Shareholders Agreement concerning NOVABASE described in item 6 of the Corporate Governance Report, attached to this Management Report.

<sup>(3)</sup> When NOVABASE was notified of this holding, it was informed that this company was indirectly held in 72% by Mr. Miguel Pais do Amaral, and therefore the corresponding voting rights were attributed to him.

<sup>(4)</sup> When NOVABASE was notified of this holding, it was informed that the funds identified were managed by Santander Asset Management - Sociedade Gestora de Fundos de Investimento Mobiliário, S.A..

Without prejudice, and already during 2021, NOVABASE received the following communications regarding some of the qualifying holdings mentioned above, as opportunely disclosed to the market:

- The aforementioned shareholder Maria Manuela de Oliveira Marques informed NOVABASE that, on 13 January 2021, sold 650,924 shares representing 2.07% of NOVABASE's share capital. Following that transaction no longer holds any stake in the share capital of NOVABASE or voting rights.

- On the same date, HNB - S.G.P.S., S.A. informed NOVABASE that it had increased its position in the share capital of the company to 31.16% of the respective share capital and corresponding voting rights, following the acquisition of 650,924 shares.

- On 4 March 2021, NOVABASE received from Santander Asset Management - Sociedade Gestora de Fundo de Investimento Mobiliário, S.A. a communication of reduction of qualified holding, pursuant to which it informed that the Santander Ações Portugal Fund now holds, as from 2 March 2021, 0 (zero) shares (previously held 694,649 shares), corresponding to 0% of the share capital, relative to 0% of the voting rights. Having also informed that, in total, the securities investment funds managed by Santander Asset Management S.G.F.I.M., S.A., hold as from 2 March 2021 7,688 shares (previously held 702,337 shares), corresponding to 0.0245 % of share capital, relative to 0.0245% of voting rights, thus reducing their participation to less than 2% of qualified holding.

- On the same date, NOVABASE received from Santander Asset Management, S.A., S.G.I.I.C., a communication on the increase of qualified holding, pursuant to which it informed that the Santander Small Caps España FI Fund holds, as from 2 March 2021, 694,649 shares, corresponding to 2.2122% of the share capital, relative

to 2.2122% of the voting rights of NOVABASE. Having also informed that as from such date, Santander Asset Management, S.A., S.G.I.I.C. will held 694,649 shares corresponding to 2.2122% of the share capital, relating to 2.2122% of the voting rights of NOVABASE.

- Additionally, on 12 March 2021, NOVABASE received from Walter Rey a communication of qualified holding, pursuant to which is informed that Walter Rey holds in his own name, as from 5 March 2021, 748,000 shares representing 2.382% of NOVABASE's share capital, relative to 2.382% of the voting rights, following the acquisition on the Euronext Lisbon market of 748,000 shares.

## INFORMATION CONCERNING STAKES HELD IN THE COMPANY BY MEMBERS OF THE BOARD OF DIRECTORS AND SUPERVISORY BODIES AS AT 31 DECEMBER 2020

(Under the terms of paragraph 5 of article 447 of the Portuguese Commercial Companies Code)

The shareholding of each of these members of the Corporate Boards corresponds to the last position notified to the Company with reference to 31 December 2020 or a previous date. The functions of each of these Corporate Bodies are described in the CORPORATE BOARDS section of this Report.

HOLDERS	NO. SHARES	% SHARE CAPITAL AND VOTING RIGHTS
Pedro Miguel Quinteiro Marques de Carvalho	2,097,613	6.68%
João Nuno da Silva Bento <sup>(1)</sup>	1,366,761	4.35%
Manuel Saldanha Tavares Festas	74,986	0.24%
Francisco Paulo Figueiredo Morais Antunes	30,335	0.10%
Maria del Carmen Gil Marin	23,001	0.07%
Luís Paulo Cardoso Salvado <sup>(2)</sup>	1	0.00%
Álvaro José da Silva Ferreira <sup>(2)</sup>	1	0.00%
José Afonso Oom Ferreira de Sousa <sup>(2)</sup>	1	0.00%
Paulo Jorge de Barros Pires Trigo <sup>(3)</sup>	0	0.00%
Marta Isabel dos Reis da Graça Rodrigues do Nascimento	0	0.00%
Álvaro José Barrigas do Nascimento	0	0.00%
Fátima do Rosário Piteira Patinha Farinha	0	0.00%
Miguel Tiago Perestrelo Ribeiro Ferreira	0	0.00%
KPMG & Associados - S.R.O.C., represented by Paulo Alexandre Martins Quintas Paixão	0	0.00%
Maria Cristina Santos Ferreira	0	0.00%
<b>TOTAL</b>	<b>3,592,699</b>	<b>11.44%</b>

<sup>(1)</sup> João Nuno da Silva Bento is a controlling shareholder of Mediaries - Serviços de Consultoria e Gestão Lda., being his partner - Paulina Cecília Carriço Leite da Cunha Bento - also a controlling associate and manager of the said company. The aforementioned company Mediaries held, on 31 December 2020, 1,366,760 shares representing 4.35% of NOVABASE's share capital and respective voting rights.

<sup>(2)</sup> Luís Paulo Cardoso Salvado, Álvaro José da Silva Ferreira and José Afonso Oom Ferreira de Sousa are shareholders of HNB - S.G.P.S., S.A., where they hold

management positions. HNB - S.G.P.S., S.A. held 9,134,829 shares representing 29.09% of NOVABASE's share capital and respective voting rights.

<sup>(3)</sup> During 2020, the director Paulo Jorge de Barros Pires Trigo exercised the NOVABASE ordinary stock options that he held, resulting such exercise, namely, in the attribution to this director of 91,539 shares representing 0.29% of NOVABASE's share capital. Without prejudice, the shares corresponding to the options exercised referred to above will be retained by NOVABASE for a period of three years from the respective exercise, and their ownership will only be transferred to the aforementioned director once such period has elapsed and conditioned to the positive performance of the company during the same period.

In addition to those mentioned to in this document (at the management transactions item), no encumbrances or other acquisitions or changes in the ownership of shares representing the Company's share capital (or of a company in a control or group relationship with the Company) were undertaken by the Members of the Board of Directors and Supervisory Bodies, nor any promissory, option or repurchase agreements, nor other agreements with similar effects on such shares.

No other transactions of the type described above were likewise carried out by any person falling under the scope of paragraphs 2 a) to d) of article 447 of the Portuguese Companies Code.

Finally, it should be clarified that neither the Company nor any company in a control or group relationship with it is an issuer of bonds.

## MANAGEMENT TRANSACTIONS

(Under the terms of article 248-B of the Portuguese Securities Code)

During 2020, the following transactions on NOVABASE shares were carried out by the persons falling under the scope of article 447 of the Portuguese Companies Code:

DIRECTOR / CLOSELY ASSOCIATED PERSON	TRANSACTION	DATE	LOCATION	NO. SHARES	PRICE PER SHARE (€)
HNB - S.G.P.S., S.A.	Disposal	10/28/2020	Outside regulated market	1,366,760	3.230
João Nuno da Silva Bento <sup>(1)</sup>	Acquisition	10/28/2020	Outside regulated market	1,366,760	3.230
Paulo Jorge de Barros Trigo <sup>(2)</sup>	Exercise of options over shares	10/26/2020	Outside regulated market	91,539	3.321

<sup>(1)</sup> Through the company Mediaries - Serviços de Consultoria e Gestão Lda..

<sup>(2)</sup> As a result of the exercise of the Company ordinary stock options that he held, under the Stock Option Plan Regulation ("SOP"), disclosed to the market in due course, in accordance with the following modalities: (i) In relation to 50% of the options subject to exercise (200,000 options) through net share settlement (attribution of shares of the company), resulting in the attribution of 91,539 ordinary shares of the Company to the mentioned director, through application of the calculation formula set forth in the SOP; and (ii) In relation to the remaining 50% (corresponding to 200,000 options) through net cash settlement (payment in cash), resulting in the payment to such director of the amount of 304,001.71 EUR, through application of the calculation formula set forth in the SOP.

The shares corresponding to the options exercised referred to above in (i) will be retained by the Company for a period of three years from the respective exercise, and their ownership will only be transferred to the aforementioned director once such period has elapsed and conditioned to the positive performance of the company during the same period, under the terms provided for in the SOP.

## OWN SHARES TRANSACTIONS

(Under the terms of section d) of paragraph 5 of article 66 of the Portuguese Commercial Companies Code)

At 31 December 2019, NOVABASE held 376,611 own shares, representing 1.20% of its share capital.

On 14 January 2020, NOVABASE started trading in the context of the own shares buy-back program (“Buy-back Program”), pursuant to the terms and limitations set forth in the Extraordinary General Meeting of Shareholders of NOVABASE, that took place on the 26th of September 2019. During 2020, under this buy-back programme, the company acquired on the market 300,000 own shares at the average price of 2.97 Euros.

At 31 December 2020, NOVABASE held 676,611 own shares, representing 2.15% of the share capital and voting rights to which the own shares held would correspond.

It is also important to clarify that, on 22 October 2020, NOVABASE concluded the buy-back program, by reaching the maximum number of shares to be acquired, according to the terms and conditions of the same announced to the market on 14 January 2020 - i.e. 300,000 ordinary shares, corresponding to the estimated number of shares required to settle the options currently granted under the SOP in effect.

During 2020, NOVABASE shares always had a nominal value of 1.74 Euros.

Own shares transactions are detailed below:

TRANSACTION	DATE	LOCATION	NO. SHARES	PRICE PER SHARE (€)
Acquisition	01/14/2020	Euronext Lisbon	460	2.650
Acquisition	01/14/2020	Euronext Lisbon	340	2.680
Acquisition	01/14/2020	Euronext Lisbon	297	2.660
Acquisition	01/14/2020	Euronext Lisbon	20	2.660
Acquisition	01/14/2020	Euronext Lisbon	783	2.660
Acquisition	01/14/2020	Euronext Lisbon	521	2.650
Acquisition	01/14/2020	Euronext Lisbon	279	2.650
Acquisition	01/14/2020	Euronext Lisbon	521	2.650
Acquisition	01/14/2020	Euronext Lisbon	279	2.650
Acquisition	01/14/2020	Euronext Lisbon	200	2.650
Acquisition	01/14/2020	Euronext Lisbon	500	2.650
Acquisition	01/14/2020	Euronext Lisbon	500	2.630
Acquisition	01/15/2020	Euronext Lisbon	1,097	2.650
Acquisition	01/15/2020	Euronext Lisbon	1,000	2.650
Acquisition	01/20/2020	Euronext Lisbon	286	2.700
Acquisition	01/21/2020	Euronext Lisbon	500	2.710
Acquisition	01/22/2020	Euronext Lisbon	200	2.730
Acquisition	01/22/2020	Euronext Lisbon	200	2.700
Acquisition	01/23/2020	Euronext Lisbon	2,000	2.700
Acquisition	01/23/2020	Euronext Lisbon	1,000	2.680
Acquisition	01/23/2020	Euronext Lisbon	261	2.670
Acquisition	01/24/2020	Euronext Lisbon	800	2.700
Acquisition	01/24/2020	Euronext Lisbon	163	2.700
Acquisition	01/24/2020	Euronext Lisbon	2,135	2.700
Acquisition	01/24/2020	Euronext Lisbon	550	2.700
Acquisition	01/27/2020	Euronext Lisbon	400	2.670
Acquisition	01/27/2020	Euronext Lisbon	500	2.680
Acquisition	01/27/2020	Euronext Lisbon	438	2.670
Acquisition	01/27/2020	Euronext Lisbon	1,062	2.670
Acquisition	01/28/2020	Euronext Lisbon	2	2.690
Acquisition	01/29/2020	Euronext Lisbon	150	2.700
Acquisition	02/03/2020	Euronext Lisbon	300	2.710
Acquisition	02/03/2020	Euronext Lisbon	700	2.700
Acquisition	02/05/2020	Euronext Lisbon	800	2.760
Acquisition	02/05/2020	Euronext Lisbon	179	2.750
Acquisition	02/06/2020	Euronext Lisbon	1,500	2.770
Acquisition	02/06/2020	Euronext Lisbon	500	2.760
Acquisition	02/12/2020	Euronext Lisbon	1,000	2.810
Acquisition	02/14/2020	Euronext Lisbon	665	2.740
Acquisition	02/17/2020	Euronext Lisbon	150	2.760
Acquisition	02/17/2020	Euronext Lisbon	650	2.770
Acquisition	02/24/2020	Euronext Lisbon	5,000	3.330
Acquisition	02/24/2020	Euronext Lisbon	187	3.300
Acquisition	02/24/2020	Euronext Lisbon	925	3.310



TRANSACTION	DATE	LOCATION	NO. SHARES	PRICE PER SHARE (€)
Acquisition	02/24/2020	Euronext Lisbon	537	3.300
Acquisition	02/24/2020	Euronext Lisbon	2,990	3.300
Acquisition	02/24/2020	Euronext Lisbon	361	3.300
Acquisition	02/25/2020	Euronext Lisbon	300	3.240
Acquisition	02/25/2020	Euronext Lisbon	1,000	3.240
Acquisition	02/25/2020	Euronext Lisbon	300	3.250
Acquisition	02/25/2020	Euronext Lisbon	2,000	3.260
Acquisition	02/26/2020	Euronext Lisbon	87	3.260
Acquisition	02/26/2020	Euronext Lisbon	135	3.260
Acquisition	02/26/2020	Euronext Lisbon	33	3.260
Acquisition	02/26/2020	Euronext Lisbon	345	3.260
Acquisition	02/27/2020	Euronext Lisbon	2,500	3.240
Acquisition	02/27/2020	Euronext Lisbon	999	3.210
Acquisition	02/27/2020	Euronext Lisbon	1,501	3.210
Acquisition	02/27/2020	Euronext Lisbon	2,500	3.160
Acquisition	02/27/2020	Euronext Lisbon	11	3.160
Acquisition	02/27/2020	Euronext Lisbon	716	3.160
Acquisition	02/27/2020	Euronext Lisbon	537	3.160
Acquisition	02/27/2020	Euronext Lisbon	431	3.160
Acquisition	02/27/2020	Euronext Lisbon	431	3.160
Acquisition	02/27/2020	Euronext Lisbon	374	3.160
Acquisition	02/28/2020	Euronext Lisbon	989	3.050
Acquisition	02/28/2020	Euronext Lisbon	3,500	3.050
Acquisition	02/28/2020	Euronext Lisbon	765	3.050
Acquisition	02/28/2020	Euronext Lisbon	246	3.050
Acquisition	02/28/2020	Euronext Lisbon	3,500	3.020
Acquisition	03/02/2020	Euronext Lisbon	393	3.100
Acquisition	03/02/2020	Euronext Lisbon	607	3.100
Acquisition	03/03/2020	Euronext Lisbon	630	3.130
Acquisition	03/03/2020	Euronext Lisbon	57	3.140
Acquisition	03/03/2020	Euronext Lisbon	1,000	3.140
Acquisition	03/03/2020	Euronext Lisbon	943	3.140
Acquisition	03/03/2020	Euronext Lisbon	370	3.130
Acquisition	03/03/2020	Euronext Lisbon	89	3.120
Acquisition	03/04/2020	Euronext Lisbon	796	3.170
Acquisition	03/04/2020	Euronext Lisbon	32	3.170
Acquisition	03/04/2020	Euronext Lisbon	572	3.170
Acquisition	03/04/2020	Euronext Lisbon	2,600	3.160
Acquisition	03/05/2020	Euronext Lisbon	300	3.150
Acquisition	03/05/2020	Euronext Lisbon	1,700	3.150
Acquisition	03/05/2020	Euronext Lisbon	1,000	3.140
Acquisition	03/05/2020	Euronext Lisbon	1,000	3.100
Acquisition	03/05/2020	Euronext Lisbon	1,000	3.120
Acquisition	03/05/2020	Euronext Lisbon	1,000	3.100
Acquisition	03/06/2020	Euronext Lisbon	2,000	3.050

TRANSACTION	DATE	LOCATION	NO. SHARES	PRICE PER SHARE (€)
Acquisition	03/06/2020	Euronext Lisbon	2,000	3.000
Acquisition	03/06/2020	Euronext Lisbon	2,000	3.000
Acquisition	03/09/2020	Euronext Lisbon	150	2.850
Acquisition	03/09/2020	Euronext Lisbon	850	2.850
Acquisition	03/09/2020	Euronext Lisbon	177	2.850
Acquisition	03/09/2020	Euronext Lisbon	250	2.800
Acquisition	03/09/2020	Euronext Lisbon	1,000	2.810
Acquisition	03/09/2020	Euronext Lisbon	1,000	2.820
Acquisition	03/09/2020	Euronext Lisbon	823	2.850
Acquisition	03/09/2020	Euronext Lisbon	750	2.800
Acquisition	03/10/2020	Euronext Lisbon	721	2.960
Acquisition	03/10/2020	Euronext Lisbon	93	2.960
Acquisition	03/10/2020	Euronext Lisbon	23	2.960
Acquisition	03/10/2020	Euronext Lisbon	96	2.960
Acquisition	03/10/2020	Euronext Lisbon	67	2.960
Acquisition	03/10/2020	Euronext Lisbon	561	2.960
Acquisition	03/10/2020	Euronext Lisbon	121	2.960
Acquisition	03/10/2020	Euronext Lisbon	1,000	2.960
Acquisition	03/10/2020	Euronext Lisbon	318	2.960
Acquisition	03/11/2020	Euronext Lisbon	250	2.950
Acquisition	03/11/2020	Euronext Lisbon	1,250	2.910
Acquisition	03/11/2020	Euronext Lisbon	196	2.900
Acquisition	03/11/2020	Euronext Lisbon	304	2.900
Acquisition	03/11/2020	Euronext Lisbon	1,000	2.870
Acquisition	03/11/2020	Euronext Lisbon	92	2.860
Acquisition	03/11/2020	Euronext Lisbon	408	2.860
Acquisition	03/11/2020	Euronext Lisbon	259	2.850
Acquisition	03/11/2020	Euronext Lisbon	241	2.850
Acquisition	03/12/2020	Euronext Lisbon	250	2.740
Acquisition	03/12/2020	Euronext Lisbon	500	2.720
Acquisition	03/12/2020	Euronext Lisbon	250	2.700
Acquisition	03/12/2020	Euronext Lisbon	1,000	2.680
Acquisition	03/12/2020	Euronext Lisbon	495	2.650
Acquisition	03/12/2020	Euronext Lisbon	2,000	2.690
Acquisition	03/12/2020	Euronext Lisbon	453	2.680
Acquisition	03/12/2020	Euronext Lisbon	52	2.680
Acquisition	03/12/2020	Euronext Lisbon	500	2.650
Acquisition	03/12/2020	Euronext Lisbon	500	2.640
Acquisition	03/13/2020	Euronext Lisbon	477	2.650
Acquisition	03/13/2020	Euronext Lisbon	16	2.650
Acquisition	03/13/2020	Euronext Lisbon	137	2.650
Acquisition	03/13/2020	Euronext Lisbon	870	2.650
Acquisition	03/13/2020	Euronext Lisbon	1,500	2.650
Acquisition	03/13/2020	Euronext Lisbon	167	2.640

TRANSACTION	DATE	LOCATION	NO. SHARES	PRICE PER SHARE (€)
Acquisition	03/13/2020	Euronext Lisbon	833	2.640
Acquisition	03/16/2020	Euronext Lisbon	800	2.340
Acquisition	03/16/2020	Euronext Lisbon	197	2.340
Acquisition	03/16/2020	Euronext Lisbon	615	2.340
Acquisition	03/16/2020	Euronext Lisbon	388	2.340
Acquisition	03/16/2020	Euronext Lisbon	1,057	2.300
Acquisition	03/16/2020	Euronext Lisbon	943	2.300
Acquisition	03/16/2020	Euronext Lisbon	8	2.250
Acquisition	03/16/2020	Euronext Lisbon	992	2.200
Acquisition	03/17/2020	Euronext Lisbon	2,986	2.310
Acquisition	03/18/2020	Euronext Lisbon	651	2.550
Acquisition	03/20/2020	Euronext Lisbon	2,000	2.790
Acquisition	03/20/2020	Euronext Lisbon	1,000	2.740
Acquisition	03/20/2020	Euronext Lisbon	2,000	2.690
Acquisition	03/23/2020	Euronext Lisbon	199	2.850
Acquisition	03/23/2020	Euronext Lisbon	301	2.850
Acquisition	03/23/2020	Euronext Lisbon	400	2.820
Acquisition	03/23/2020	Euronext Lisbon	200	2.820
Acquisition	03/23/2020	Euronext Lisbon	502	2.800
Acquisition	03/23/2020	Euronext Lisbon	398	2.800
Acquisition	03/23/2020	Euronext Lisbon	150	2.750
Acquisition	03/23/2020	Euronext Lisbon	90	2.750
Acquisition	03/23/2020	Euronext Lisbon	637	2.750
Acquisition	03/23/2020	Euronext Lisbon	2,123	2.750
Acquisition	03/23/2020	Euronext Lisbon	308	2.720
Acquisition	03/23/2020	Euronext Lisbon	1,692	2.720
Acquisition	03/23/2020	Euronext Lisbon	2,000	2.700
Acquisition	03/24/2020	Euronext Lisbon	232	2.800
Acquisition	03/24/2020	Euronext Lisbon	368	2.800
Acquisition	03/25/2020	Euronext Lisbon	800	2.830
Acquisition	03/25/2020	Euronext Lisbon	2,000	2.790
Acquisition	03/25/2020	Euronext Lisbon	569	2.810
Acquisition	03/25/2020	Euronext Lisbon	297	2.800
Acquisition	03/25/2020	Euronext Lisbon	164	2.800
Acquisition	03/25/2020	Euronext Lisbon	1,660	2.800
Acquisition	03/25/2020	Euronext Lisbon	310	2.800
Acquisition	03/26/2020	Euronext Lisbon	1,048	2.810
Acquisition	03/26/2020	Euronext Lisbon	620	2.800
Acquisition	03/27/2020	Euronext Lisbon	991	2.810
Acquisition	03/27/2020	Euronext Lisbon	715	2.810
Acquisition	03/27/2020	Euronext Lisbon	94	2.790
Acquisition	03/30/2020	Euronext Lisbon	800	2.800
Acquisition	03/31/2020	Euronext Lisbon	1,127	2.670
Acquisition	03/31/2020	Euronext Lisbon	1,873	2.660

TRANSACTION	DATE	LOCATION	NO. SHARES	PRICE PER SHARE (€)
Acquisition	03/31/2020	Euronext Lisbon	140	2.670
Acquisition	03/31/2020	Euronext Lisbon	4,566	2.670
Acquisition	04/01/2020	Euronext Lisbon	481	2.650
Acquisition	04/01/2020	Euronext Lisbon	372	2.640
Acquisition	04/01/2020	Euronext Lisbon	347	2.640
Acquisition	04/02/2020	Euronext Lisbon	294	2.680
Acquisition	04/02/2020	Euronext Lisbon	1,306	2.670
Acquisition	04/02/2020	Euronext Lisbon	1,500	2.600
Acquisition	04/02/2020	Euronext Lisbon	1,400	2.620
Acquisition	04/03/2020	Euronext Lisbon	167	2.550
Acquisition	04/03/2020	Euronext Lisbon	764	2.550
Acquisition	04/03/2020	Euronext Lisbon	369	2.540
Acquisition	04/03/2020	Euronext Lisbon	1,000	2.580
Acquisition	04/03/2020	Euronext Lisbon	1,000	2.570
Acquisition	04/03/2020	Euronext Lisbon	913	2.540
Acquisition	04/06/2020	Euronext Lisbon	1,807	2.580
Acquisition	04/06/2020	Euronext Lisbon	1,000	2.560
Acquisition	04/07/2020	Euronext Lisbon	483	2.590
Acquisition	04/07/2020	Euronext Lisbon	30	2.590
Acquisition	04/07/2020	Euronext Lisbon	1,298	2.580
Acquisition	04/07/2020	Euronext Lisbon	116	2.570
Acquisition	04/07/2020	Euronext Lisbon	510	2.570
Acquisition	04/07/2020	Euronext Lisbon	52	2.560
Acquisition	04/07/2020	Euronext Lisbon	487	2.560
Acquisition	04/07/2020	Euronext Lisbon	1,000	2.560
Acquisition	04/07/2020	Euronext Lisbon	374	2.560
Acquisition	04/07/2020	Euronext Lisbon	150	2.560
Acquisition	04/07/2020	Euronext Lisbon	400	2.530
Acquisition	04/09/2020	Euronext Lisbon	500	2.560
Acquisition	04/14/2020	Euronext Lisbon	1,400	2.660
Acquisition	04/15/2020	Euronext Lisbon	442	2.710
Acquisition	04/15/2020	Euronext Lisbon	771	2.690
Acquisition	04/15/2020	Euronext Lisbon	147	2.710
Acquisition	04/15/2020	Euronext Lisbon	130	2.710
Acquisition	04/16/2020	Euronext Lisbon	184	2.710
Acquisition	04/16/2020	Euronext Lisbon	76	2.710
Acquisition	04/16/2020	Euronext Lisbon	1,000	2.690
Acquisition	04/16/2020	Euronext Lisbon	2,040	2.650
Acquisition	04/17/2020	Euronext Lisbon	600	2.680
Acquisition	04/20/2020	Euronext Lisbon	9	2.680
Acquisition	04/20/2020	Euronext Lisbon	373	2.670
Acquisition	04/20/2020	Euronext Lisbon	127	2.650
Acquisition	04/20/2020	Euronext Lisbon	191	2.650
Acquisition	04/20/2020	Euronext Lisbon	300	2.650

TRANSACTION	DATE	LOCATION	NO. SHARES	PRICE PER SHARE (€)
Acquisition	04/20/2020	Euronext Lisbon	500	2.650
Acquisition	04/21/2020	Euronext Lisbon	1,300	2.640
Acquisition	04/22/2020	Euronext Lisbon	500	2.630
Acquisition	04/22/2020	Euronext Lisbon	1,000	2.640
Acquisition	04/22/2020	Euronext Lisbon	500	2.640
Acquisition	04/22/2020	Euronext Lisbon	1,000	2.650
Acquisition	04/22/2020	Euronext Lisbon	3,000	2.600
Acquisition	04/22/2020	Euronext Lisbon	2,000	2.590
Acquisition	04/23/2020	Euronext Lisbon	500	2.600
Acquisition	04/23/2020	Euronext Lisbon	120	2.580
Acquisition	04/23/2020	Euronext Lisbon	380	2.580
Acquisition	04/23/2020	Euronext Lisbon	220	2.570
Acquisition	04/24/2020	Euronext Lisbon	500	2.580
Acquisition	04/24/2020	Euronext Lisbon	1,000	2.560
Acquisition	04/24/2020	Euronext Lisbon	272	2.580
Acquisition	04/24/2020	Euronext Lisbon	228	2.580
Acquisition	04/24/2020	Euronext Lisbon	533	2.570
Acquisition	04/24/2020	Euronext Lisbon	967	2.570
Acquisition	04/24/2020	Euronext Lisbon	664	2.560
Acquisition	04/24/2020	Euronext Lisbon	69	2.560
Acquisition	04/27/2020	Euronext Lisbon	1,000	2.580
Acquisition	04/27/2020	Euronext Lisbon	300	2.560
Acquisition	04/27/2020	Euronext Lisbon	500	2.530
Acquisition	04/27/2020	Euronext Lisbon	300	2.530
Acquisition	04/28/2020	Euronext Lisbon	172	2.590
Acquisition	04/28/2020	Euronext Lisbon	615	2.580
Acquisition	04/28/2020	Euronext Lisbon	945	2.620
Acquisition	05/04/2020	Euronext Lisbon	500	2.690
Acquisition	05/04/2020	Euronext Lisbon	1,292	2.670
Acquisition	05/04/2020	Euronext Lisbon	164	2.660
Acquisition	05/05/2020	Euronext Lisbon	500	2.700
Acquisition	05/05/2020	Euronext Lisbon	66	2.690
Acquisition	05/06/2020	Euronext Lisbon	50	2.670
Acquisition	05/06/2020	Euronext Lisbon	351	2.660
Acquisition	05/06/2020	Euronext Lisbon	526	2.690
Acquisition	05/06/2020	Euronext Lisbon	805	2.690
Acquisition	05/06/2020	Euronext Lisbon	744	2.690
Acquisition	05/08/2020	Euronext Lisbon	1,081	2.720
Acquisition	05/11/2020	Euronext Lisbon	95	2.700
Acquisition	05/12/2020	Euronext Lisbon	69	2.720
Acquisition	05/14/2020	Euronext Lisbon	31	2.650
Acquisition	05/14/2020	Euronext Lisbon	129	2.650
Acquisition	05/14/2020	Euronext Lisbon	739	2.660
Acquisition	05/14/2020	Euronext Lisbon	261	2.660

TRANSACTION	DATE	LOCATION	NO. SHARES	PRICE PER SHARE (€)
Acquisition	05/14/2020	Euronext Lisbon	739	2.660
Acquisition	05/15/2020	Euronext Lisbon	116	2.820
Acquisition	05/15/2020	Euronext Lisbon	884	2.820
Acquisition	05/18/2020	Euronext Lisbon	298	2.860
Acquisition	05/18/2020	Euronext Lisbon	524	2.850
Acquisition	05/19/2020	Euronext Lisbon	500	2.900
Acquisition	05/19/2020	Euronext Lisbon	500	2.900
Acquisition	05/20/2020	Euronext Lisbon	70	2.860
Acquisition	05/20/2020	Euronext Lisbon	163	2.860
Acquisition	05/20/2020	Euronext Lisbon	378	2.850
Acquisition	05/21/2020	Euronext Lisbon	344	2.840
Acquisition	05/21/2020	Euronext Lisbon	690	2.840
Acquisition	05/21/2020	Euronext Lisbon	104	2.840
Acquisition	05/21/2020	Euronext Lisbon	3	2.840
Acquisition	05/21/2020	Euronext Lisbon	20	2.840
Acquisition	05/21/2020	Euronext Lisbon	130	2.840
Acquisition	05/21/2020	Euronext Lisbon	709	2.840
Acquisition	05/25/2020	Euronext Lisbon	74	2.930
Acquisition	05/25/2020	Euronext Lisbon	926	2.930
Acquisition	05/27/2020	Euronext Lisbon	181	3.160
Acquisition	05/27/2020	Euronext Lisbon	1,779	3.150
Acquisition	05/29/2020	Euronext Lisbon	443	3.240
Acquisition	01/06/2020	Euronext Lisbon	1,100	3.310
Acquisition	01/06/2020	Euronext Lisbon	508	3.310
Acquisition	01/06/2020	Euronext Lisbon	592	3.310
Acquisition	03/06/2020	Euronext Lisbon	82	3.290
Acquisition	03/06/2020	Euronext Lisbon	1,718	3.290
Acquisition	05/06/2020	Euronext Lisbon	919	3.350
Acquisition	05/06/2020	Euronext Lisbon	1,909	3.350
Acquisition	08/06/2020	Euronext Lisbon	2,403	3.320
Acquisition	08/06/2020	Euronext Lisbon	298	3.310
Acquisition	08/06/2020	Euronext Lisbon	952	3.320
Acquisition	09/06/2020	Euronext Lisbon	750	3.320
Acquisition	09/06/2020	Euronext Lisbon	250	3.300
Acquisition	09/06/2020	Euronext Lisbon	400	3.300
Acquisition	11/06/2020	Euronext Lisbon	380	3.240
Acquisition	11/06/2020	Euronext Lisbon	520	3.240
Acquisition	11/06/2020	Euronext Lisbon	120	3.230
Acquisition	11/06/2020	Euronext Lisbon	1,580	3.230
Acquisition	11/06/2020	Euronext Lisbon	624	3.230
Acquisition	11/06/2020	Euronext Lisbon	400	3.230
Acquisition	11/06/2020	Euronext Lisbon	1,480	3.230
Acquisition	12/06/2020	Euronext Lisbon	2,141	3.190
Acquisition	12/06/2020	Euronext Lisbon	1,900	3.200

TRANSACTION	DATE	LOCATION	NO. SHARES	PRICE PER SHARE (€)
Acquisition	12/06/2020	Euronext Lisbon	642	3.200
Acquisition	12/06/2020	Euronext Lisbon	1,342	3.200
Acquisition	12/06/2020	Euronext Lisbon	1,016	3.190
Acquisition	12/06/2020	Euronext Lisbon	559	3.180
Acquisition	12/06/2020	Euronext Lisbon	479	3.190
Acquisition	12/06/2020	Euronext Lisbon	1,921	3.150
Acquisition	15/06/2020	Euronext Lisbon	500	3.130
Acquisition	15/06/2020	Euronext Lisbon	429	3.130
Acquisition	16/06/2020	Euronext Lisbon	305	3.160
Acquisition	16/06/2020	Euronext Lisbon	695	3.190
Acquisition	16/06/2020	Euronext Lisbon	700	3.180
Acquisition	18/06/2020	Euronext Lisbon	1,000	3.270
Acquisition	18/06/2020	Euronext Lisbon	424	3.250
Acquisition	19/06/2020	Euronext Lisbon	600	3.200
Acquisition	23/06/2020	Euronext Lisbon	250	3.200
Acquisition	23/06/2020	Euronext Lisbon	115	3.180
Acquisition	25/06/2020	Euronext Lisbon	250	3.100
Acquisition	25/06/2020	Euronext Lisbon	250	3.110
Acquisition	26/06/2020	Euronext Lisbon	44	3.150
Acquisition	26/06/2020	Euronext Lisbon	82	3.160
Acquisition	26/06/2020	Euronext Lisbon	674	3.150
Acquisition	01/07/2020	Euronext Lisbon	238	3.090
Acquisition	01/07/2020	Euronext Lisbon	263	3.070
Acquisition	01/07/2020	Euronext Lisbon	771	3.070
Acquisition	02/07/2020	Euronext Lisbon	652	3.100
Acquisition	07/07/2020	Euronext Lisbon	700	3.140
Acquisition	08/07/2020	Euronext Lisbon	316	3.120
Acquisition	08/07/2020	Euronext Lisbon	804	3.120
Acquisition	08/07/2020	Euronext Lisbon	1,500	3.150
Acquisition	08/07/2020	Euronext Lisbon	1,668	3.130
Acquisition	14/07/2020	Euronext Lisbon	532	3.140
Acquisition	16/07/2020	Euronext Lisbon	400	3.160
Acquisition	20/07/2020	Euronext Lisbon	250	3.150
Acquisition	20/07/2020	Euronext Lisbon	500	3.160
Acquisition	22/07/2020	Euronext Lisbon	972	3.220
Acquisition	22/07/2020	Euronext Lisbon	209	3.210
Acquisition	22/07/2020	Euronext Lisbon	870	3.210
Acquisition	23/07/2020	Euronext Lisbon	360	3.230
Acquisition	27/07/2020	Euronext Lisbon	10	3.200
Acquisition	27/07/2020	Euronext Lisbon	290	3.200
Acquisition	27/07/2020	Euronext Lisbon	500	3.210
Acquisition	27/07/2020	Euronext Lisbon	1,000	3.200
Acquisition	29/07/2020	Euronext Lisbon	600	3.190
Acquisition	30/07/2020	Euronext Lisbon	211	3.190

TRANSACTION	DATE	LOCATION	NO. SHARES	PRICE PER SHARE (€)
Acquisition	07/30/2020	Euronext Lisbon	539	3.190
Acquisition	07/30/2020	Euronext Lisbon	583	3.190
Acquisition	07/30/2020	Euronext Lisbon	417	3.170
Acquisition	07/30/2020	Euronext Lisbon	500	3.170
Acquisition	07/30/2020	Euronext Lisbon	620	3.160
Acquisition	07/30/2020	Euronext Lisbon	66	3.160
Acquisition	07/30/2020	Euronext Lisbon	564	3.160
Acquisition	07/31/2020	Euronext Lisbon	468	3.260
Acquisition	07/31/2020	Euronext Lisbon	652	3.240
Acquisition	07/31/2020	Euronext Lisbon	1,000	3.230
Acquisition	07/31/2020	Euronext Lisbon	674	3.220
Acquisition	08/03/2020	Euronext Lisbon	123	3.220
Acquisition	08/03/2020	Euronext Lisbon	1,000	3.230
Acquisition	08/03/2020	Euronext Lisbon	837	3.220
Acquisition	08/06/2020	Euronext Lisbon	500	3.270
Acquisition	08/07/2020	Euronext Lisbon	400	3.260
Acquisition	08/10/2020	Euronext Lisbon	460	3.250
Acquisition	08/10/2020	Euronext Lisbon	1,351	3.250
Acquisition	08/24/2020	Euronext Lisbon	68	3.270
Acquisition	08/27/2020	Euronext Lisbon	480	3.350
Acquisition	08/27/2020	Euronext Lisbon	320	3.350
Acquisition	08/27/2020	Euronext Lisbon	400	3.340
Acquisition	08/27/2020	Euronext Lisbon	650	3.350
Acquisition	08/27/2020	Euronext Lisbon	500	3.340
Acquisition	08/28/2020	Euronext Lisbon	60	3.360
Acquisition	08/31/2020	Euronext Lisbon	1,000	3.350
Acquisition	09/01/2020	Euronext Lisbon	223	3.340
Acquisition	09/01/2020	Euronext Lisbon	114	3.340
Acquisition	09/02/2020	Euronext Lisbon	400	3.350
Acquisition	09/03/2020	Euronext Lisbon	600	3.340
Acquisition	09/03/2020	Euronext Lisbon	600	3.340
Acquisition	09/04/2020	Euronext Lisbon	1,300	3.270
Acquisition	09/04/2020	Euronext Lisbon	792	3.270
Acquisition	09/04/2020	Euronext Lisbon	3,000	3.280
Acquisition	09/04/2020	Euronext Lisbon	2,500	3.270
Acquisition	09/04/2020	Euronext Lisbon	1,400	3.270
Acquisition	09/07/2020	Euronext Lisbon	614	3.290
Acquisition	09/07/2020	Euronext Lisbon	686	3.290
Acquisition	09/10/2020	Euronext Lisbon	102	3.290
Acquisition	09/10/2020	Euronext Lisbon	572	3.270
Acquisition	09/10/2020	Euronext Lisbon	660	3.270
Acquisition	09/10/2020	Euronext Lisbon	166	3.270
Acquisition	09/15/2020	Euronext Lisbon	188	3.350
Acquisition	09/16/2020	Euronext Lisbon	853	3.380

TRANSACTION	DATE	LOCATION	NO. SHARES	PRICE PER SHARE (€)
Acquisition	09/21/2020	Euronext Lisbon	20	3.600
Acquisition	09/21/2020	Euronext Lisbon	1,000	3.460
Acquisition	09/21/2020	Euronext Lisbon	500	3.450
Acquisition	09/22/2020	Euronext Lisbon	553	3.410
Acquisition	09/22/2020	Euronext Lisbon	947	3.410
Acquisition	09/23/2020	Euronext Lisbon	183	3.450
Acquisition	09/23/2020	Euronext Lisbon	350	3.440
Acquisition	09/23/2020	Euronext Lisbon	1,300	3.440
Acquisition	09/23/2020	Euronext Lisbon	488	3.420
Acquisition	09/23/2020	Euronext Lisbon	218	3.410
Acquisition	09/23/2020	Euronext Lisbon	312	3.420
Acquisition	09/23/2020	Euronext Lisbon	282	3.400
Acquisition	09/23/2020	Euronext Lisbon	1,100	3.350
Acquisition	09/24/2020	Euronext Lisbon	564	3.300
Acquisition	09/28/2020	Euronext Lisbon	400	3.400
Acquisition	09/30/2020	Euronext Lisbon	280	3.370
Acquisition	10/09/2020	Euronext Lisbon	293	3.410
Acquisition	10/14/2020	Euronext Lisbon	800	3.560
Acquisition	10/15/2020	Euronext Lisbon	135	3.550
Acquisition	10/15/2020	Euronext Lisbon	290	3.550
Acquisition	10/15/2020	Euronext Lisbon	21	3.540
Acquisition	10/15/2020	Euronext Lisbon	254	3.540
Acquisition	10/15/2020	Euronext Lisbon	200	3.510
Acquisition	10/15/2020	Euronext Lisbon	190	3.510
Acquisition	10/15/2020	Euronext Lisbon	1,300	3.520
Acquisition	10/15/2020	Euronext Lisbon	433	3.510
Acquisition	10/15/2020	Euronext Lisbon	899	3.510
Acquisition	10/15/2020	Euronext Lisbon	1,235	3.510
Acquisition	10/15/2020	Euronext Lisbon	1,043	3.510
Acquisition	10/15/2020	Euronext Lisbon	252	3.480
Acquisition	10/15/2020	Euronext Lisbon	600	3.510
Acquisition	10/15/2020	Euronext Lisbon	677	3.480
Acquisition	10/16/2020	Euronext Lisbon	250	3.460
Acquisition	10/16/2020	Euronext Lisbon	1,066	3.490
Acquisition	10/20/2020	Euronext Lisbon	380	3.470
Acquisition	10/20/2020	Euronext Lisbon	620	3.470
Acquisition	10/21/2020	Euronext Lisbon	750	3.350
Acquisition	10/21/2020	Euronext Lisbon	500	3.420
Acquisition	10/21/2020	Euronext Lisbon	250	3.410
Acquisition	10/21/2020	Euronext Lisbon	250	3.410
Acquisition	10/22/2020	Euronext Lisbon	700	3.340
Acquisition	10/22/2020	Euronext Lisbon	533	3.340
Acquisition	10/22/2020	Euronext Lisbon	500	3.340

# NON-FINANCIAL STATEMENTS

## PART I - INFORMATION REGARDING ADOPTED POLICIES

### A. INTRODUCTION | NOVABASE GROUP

Under Article 508-G of the Commercial Companies Code, in accordance with the wording introduced via Decree-Law no. 89/2017 of 28 July, which transposed to Portuguese rule of law Directive 2014/95/EU of the European Parliament and of the Council of 22 October 2014, NOVABASE has outlined in the present document sufficient information for comprehending the evolution, performance, position and impact of the group's activities, at the very least in reference to environmental and social issues, its employees, gender equality, non-discrimination, respect for human rights, preventing corruption and attempted bribery in relation to NOVABASE Group during the financial year ended 31 December 2020.

Information pertaining to NOVABASE Group activity and corporate organization may be consulted in the Annual Report and Accounts 2020 (Notes to the Consolidated Financial Statements for the year ended 31 December 2020), along with the Corporate Governance Report for the financial year 2020 (Part I, Section B., Point 21).

### B. BUSINESS MODEL

This information is described in Part I, Letter B., Section II. "ADMINISTRATION AND SUPERVISION (Board of Directors, Executive Board of Directors, and General and Supervisory Board)" of the Corporate Governance Report for the 2020 financial year.

### C. MAIN RISK FACTORS

NOVABASE Group is subject to regular market risks and the specific underlying risks of the activities it undertakes. NOVABASE believes that its risk management policy is absolutely essential to running and developing a business that has historically been known for its greater appetite for risk, an intrinsic necessity in such a dynamic and disruptive sector.

NOVABASE also implements procedures and internal control systems used to prevent and manage risk related to its organization and activities.

Additional information regarding internal control and risk management at NOVABASE is available in Part I, Letter C., Section III. "Internal Control and Risk Management" in the Corporate Governance Report for the 2020 financial year.

## D. IMPLEMENTED POLICIES

### i. Environmental

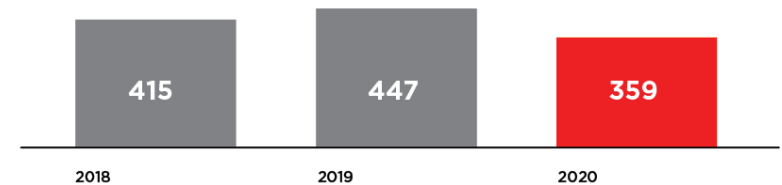
NOVABASE has implemented an Environmental Management System (ISO 14001) that is part of its Integrated Management System (Quality, Environment, Occupational Health and Safety). The IMS is governed by a policy that is aligned with the vision and values of NOVABASE, as well as being in tune with its stakeholders' needs. Internal and external audits are conducted annually -- the external conducted by certifier entities. Similar to 2019, no non-conformities were identified in 2020.

NOVABASE has established a policy through which environmental and safety requirements pertaining to the acquisition/supply of goods and services are identified.

NOVABASE monitors a group of indicators: consumption of electricity, thermal energy, water, diesel and gasoline; recycling of plastic, cardboard, paper, glass; and greenhouse gas emissions.

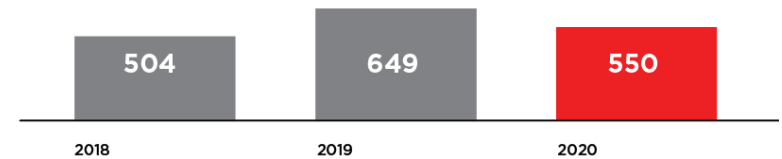
Against the backdrop of the pandemic, we highlight the following indicators for 2020:

#### ELECTRICITY CONSUMPTION MW/H



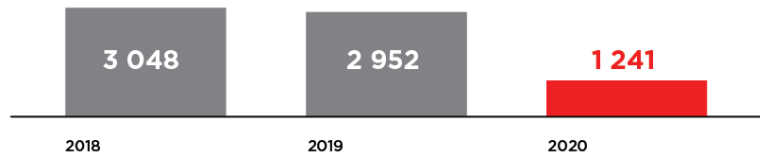
Implemented measures: existence of a Centralized Management System that controls operating periods, and replacement of all fluorescent lighting with LED lighting.

#### THERMAL ENERGY CONSUMPTION IN MW



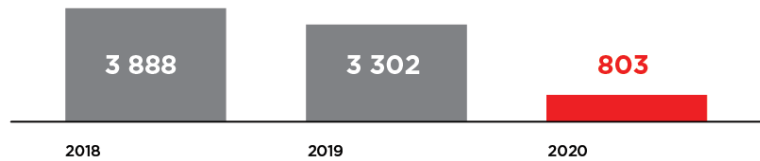
Implemented measures: existence of a Centralized Management System that controls the operating periods of the climate control system.

### WATER CONSUMPTION M<sup>3</sup>



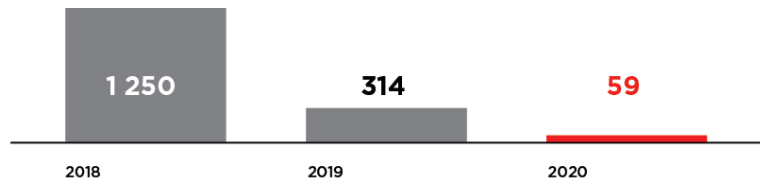
Implemented measures: reduction of available water flow and installation of flow reducers in faucets.

### TOTAL PAPER CONSUMPTION IN KG



Implemented measures: create awareness regarding paper use.

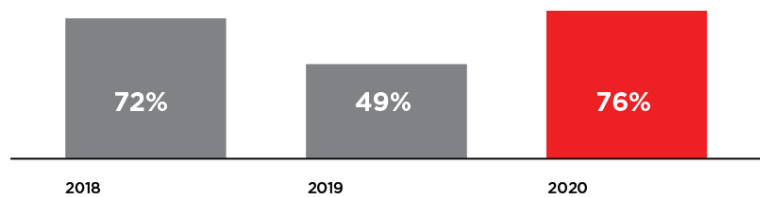
### PLASTIC PRODUCTION IN KG



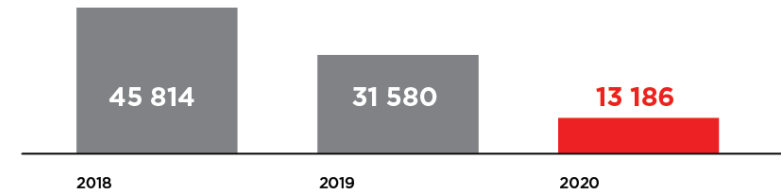
Implemented measures: replacement of single-use plastic with reusable materials (glass).

The recycling rate improved significantly and the amount of waste also fell.

### RECYCLING RATE

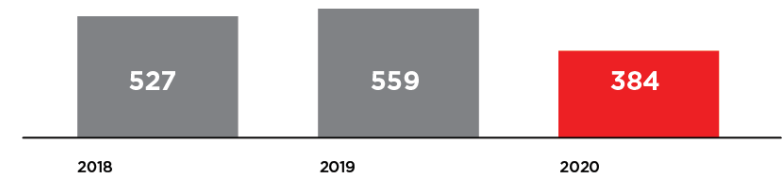


### AMOUNT OF WASTE IN KG



Emissions:

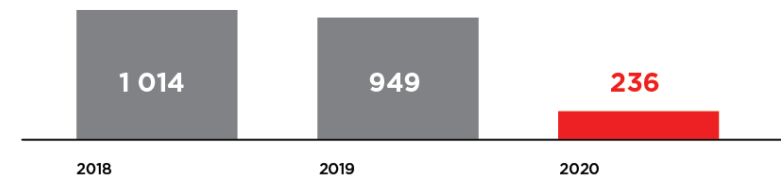
### EMISSIONS T/CO<sub>2</sub> FLEET



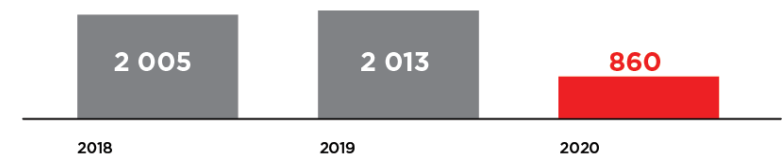
NOVABASE has integrated vehicles into its fleet that pollute less, as indicated in the table below:

TYPE OF VEHICLE	2018	2019	2020
Hybrid	1	0	0
Hybrid Plug-In	9	19	21
Electric	2	4	3

### EMISSIONS T/CO<sub>2</sub> AIR TRAVEL



### EMISSIONS T/CO<sub>2</sub> FUEL, AIR TRAVEL AND BUILDINGS



In addition to the already mentioned measures (e.g. remote meetings, video calls, existence of offices in other locations), other measures are being analysed to offset these emissions.

In 2020, NOVABASE joined the reforestation campaign known as Uma Árvore pela Floresta (A Tree for the Forest) organized by Quercus/CTT. The funds gathered through the recycling of toners and print cartridges were used to acquire tree and/or native brush kits for planting in springtime in protected areas or those areas affected by fire.

## ii. Social and Fiscal

NOVABASE has implemented a series of measures aimed at establishing a balance between its employees' professional, family and personal life. Among these measures we highlight the following: osteopathy consultations; acupuncture and Tui Na; blood pressure and blood sugar monitoring; massage therapy; quick massage; Health Week and healthy breakfast. However, due to the pandemic, these measures were suspended and more emphasis was put on mental health consultations in view of helping everyone who needs such services, always ensuring the privacy of each individual. Reflective of NOVABASE's concern for its employees' mental health, it created the webinar "What are you feeling?".

Also in relation to the pandemic, in 2020, 101 refurbished computers were sold to help remote schooling activities for the children of NOVABASE Group employees.

NOVABASE also took part in social solidarity initiatives in which we highlight the following:

- Celfocus  
"Student Keep" initiative - below, the bulletin that was released at the time:

"Celfocus is a proud sponsor of Student Keep"

Celfocus looked for ways to minimize the impact of COVID-19 by creating Out of the Pandemic a community built from scratch by a group of people eager to help those in need. After weeks of interactions and field research, the community voted to support remote teaching challenges and partner with a trusted project that has built a working and multidisciplinary structure.

Student Keep is a project under the #tech4COVID19 movement that works to fight inequality in access to education by identifying keepers that will donate materials (computers, tablets, internet, mouse, keyboard) to students without access to them and by gathering volunteers, who will perform the necessary technical interventions in such equipment.

How Celfocus helped?

- Rolling up our sleeves  
Several colleagues have signed up to support the project in technical interventions (computer formatting, installations etc.). This help will speed up access to equipment for those in need.

- Giving unused equipment another life  
Simultaneously, colleagues have used the project's website to register their unused equipment to be distributed to those in need.

Celfocus will also be supporting Student Keep by funding the purchase of additional equipment for as many students as possible. Learn more about this project and be a supporter - <https://www.studentkeep.org/>

- NeoTalent  
Contribution to the food bank.

Delivery of laptops to families in need during the first pandemic lockdown period. <https://www.linkedin.com/feed/update/urn:li:activity:6688804937125703680>

## iii. Employees and Gender Equality and Non-Discrimination

Cabinet Resolution no. 19/2012 of 8 March 2012 determined that it would be mandatory to adopt an equality plan for all state corporate sector entities, in view of achieving equal treatment and equal opportunity between men and women, eliminating discrimination and facilitating reconciliation of personal, family and professional life.

This obligation was extended to all companies listed on stock exchanges via Law no. 62/2017 of 1 August, which approves the framework for balanced representation of men and women in executive and supervisory bodies of the public corporate sector and companies listed on stock exchanges, Article 7 stipulating the obligation to draft annual equality plans "that move towards effective equality of treatment and opportunities between men and women, promoting the elimination of discrimination on the basis of gender and fostering a reconciliation between personal, family and professional life".

As such, on 25 November 2020 NOVABASE delivered a new version of its plan for gender equality and diversity, in which it defined its measures and practices to be developed for 2020/2021, among which we highlight those that have already been implemented:

- Joined Fórum iGen (Forum of Organizations for Equality);
- The book O Longo Caminho Para a Igualdade - Mulheres e Homens No Século XXI (The Long Path to Equality - Women and Men in the 21st Century) was given to all of our employees;
- Revision of the code of conduct using inclusive language.

The key indicator is the proportion of men and women among the total number of employees, which should trend toward equality. In 2020 this indicator stood at 68% men and 32% women, slightly different from the 2019 result in which the proportion was 69% men and 31% women, which is in line with the information technologies industry trend in Portugal and abroad, and reflects the predilection for university courses in these areas for each gender.

At NOVABASE we believe in equal opportunity and mutual respect, regardless



of ethnicity, gender, religion, ideology, social background or sexual orientation. These differences tend to improve the quality of the decision-making processes through a multiplicity of perspectives, greater intellectual and cultural richness and greater representation of reality and the stakeholders.

This is why we also believe that the diversity of our governing bodies contributes to better performance and greater competitiveness on the part of NOVABASE. Thus, we are committed to promoting the following policy:

- Compliance with Law no. 62/2017 of 1 August, since gender diversity leads to different management styles and complementary approaches;
- With regard to age, there must be a balance between experience and maturity on the one hand, and youth and energy on the other hand, the latter being so essential to the fast-paced innovation of our highly dynamic sector (information technologies);
- Regarding qualifications and education, in addition to areas associated with technology, various other areas of knowledge must also be represented, in view of the mounting importance of multidisciplinary in team performance.

NOVABASE will monitor this policy's implementation, in accordance with its corporate governance model, and will review it whenever deemed appropriate.

#### **iv. Human Rights**

NOVABASE ensures and implements own principles specifically related to (i) respect for human rights (ii) collective bargaining and (iii) ensuring the absence of child labour or forced/obligatory labour. It has a Code of Conduct that lays out these principles, which was revised and approved by the Board of Directors over the course of 2020. The Code establishes the principles and rules that govern relations between NOVABASE and its stakeholders in their broadest form. They represent a commitment to NOVABASE clients and partners, but also a commitment by employees and to employees with respect to the manner in which they relate to the company and to each other. It covers topics that include integrity, transparency, respect, safety and health, information use, intellectual property, use of resources, social and environmental responsibility, not to mention management of conflicts of interest, corruption and bribery, in addition to including several aspects such as legal compliance, good environmental and labour practices and human rights, and application of these principles when hiring third parties. The Code of Conduct is available in the institutional area of the website and via intranet. Our ethical concerns extend to our suppliers and partners. The principles and rules described in the NOVABASE Code of Conduct must be strictly adhered to by each partner or supplier who works with NOVABASE and must be incorporated into their daily processes. NOVABASE includes in its contracts with suppliers a commitment to adhering to the NOVABASE Code of Conduct.

#### **v. Fight against Corruption and Bribery Attempts**

NOVABASE has adopted a system for reporting irregularities (known as "SPI") that occur within its Group. The reporting of irregularities through SPI is forwarded to one of the members of the Audit Board specially appointed for this purpose. Additional information regarding the reporting of irregularities via the NOVABASE SPI may be consulted in Part I, Letter B., Section II. "REPORTING OF IRREGULARITIES" of the Corporate Governance Report for the 2020 financial year.

## PART II - INFORMATION REGARDING STANDARDS / DIRECTIVES

Given the size of the NOVABASE Group, the nature of its activities, its business model and the industries in which the Group operates, no formal policies were approved regarding all the aspects listed in number 2 of Article 508-G of the Commercial Companies Code.

Nevertheless, NOVABASE Group is governed in the various areas of its activity by applicable legislation and regulations, and relevant recommendations from the Portuguese Securities Market Commission and other national and international entities.

NOVABASE Group has also internally adopted certain reference documents, diligence systems and processes regarding practices to adopt in certain areas, taking into consideration the Group and its needs, along with its employees, professionals and other stakeholders, with the underlying aim of ensuring sustainable growth. NOVABASE Group companies are also subject to various types of internal and external audits.

As such, below we list the main aspects, documents, practices and processes implemented by NOVABASE Group and that it believes have a non-financial impact on the Group, namely in terms of the environment, society, labour, gender equality and non-discrimination, human rights, and combating corruption:

- NOVABASE activity and the conduct of its employees and professionals is governed by legislation applicable in relevant jurisdictions and by the NOVABASE Code of Conduct (published on the corporate website), an internally approved document that has been implemented by the Group since 2011 with the aim of offering guidelines for NOVABASE professionals in accordance with the Group's values, not only in terms of its relationships with clients, but also in terms of its internal relations;
- The company's activity is managed in accordance with the Integrated Management System (Quality, Environment, Occupational Health and Safety);
- NOVABASE companies are audited by its financial auditors and its certifications pertaining to Quality (ISO 9001), Environmental Management (ISO 14001) and Occupational Health and Safety (ISO 45001) are renewed annually following internal and external audits, the latter conducted by certifying authorities;
- The company regularly monitors customer satisfaction and the satisfaction of its employees and professionals with respect to internal services and other matters of interest to its management;
- In accordance with the recommendations of the Instituto Português de Corporate Governance (Portuguese Corporate Governance Institute) regarding the governance of publicly listed companies and in view of fostering a culture of responsibility and compliance, NOVABASE has adopted a system for reporting irregularities (known as "SPI") that may occur within the Group. Reporting of irregularities via SPI is forwarded to one of the members of the Audit Board specially appointed for that purpose. Additional information regarding the reporting of irregularities via the NOVABASE SPI may be consulted in Part I, Letter B., Section II. "REPORTING OF IRREGULARITIES"

of the Corporate Governance Report for the 2020 financial year;

- The company also implements "Internal Regulations on Business Dealings with Owners of Qualified Holdings in NOVABASE S.G.P.S., S.A.".

# FINANCIAL STATEMENTS

## TURNOVER

↑ 125.1 M€

(2019: 113.8 M€)  
(Δ +10%)

## EBITDA

↑ 11.8 M€

(2019: 9.4 M€)  
(Δ +26%)

## NET PROFIT

↓ 7.5 M€

(2019: 20.4 M€)  
(Δ -63%)

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AMOUNTS EXPRESSED IN THOUSANDS OF EUROS	31.12.20	31.12.19
<b>ASSETS</b>		
<b>NON-CURRENT ASSETS</b>		
Property, plant and equipment	9,095	11,965
Intangible assets	12,063	12,967
Investments in associates	223	169
Financial assets at fair value through profit or loss	12,601	12,175
Debt securities	-	403
Deferred tax assets	7,947	9,585
Other non-current assets	2,025	1,908
<b>TOTAL NON-CURRENT ASSETS</b>	<b>43,954</b>	<b>49,172</b>
<b>CURRENT ASSETS</b>		
Inventories	10	34
Trade and other receivables	42,660	78,428
Accrued income	3,556	3,843
Income tax receivable	2,988	2,168
Derivative financial instruments	64	24
Other current assets	4,290	6,211
Debt securities	-	2,793
Cash and cash equivalents	71,929	48,755
<b>TOTAL CURRENT ASSETS</b>	<b>125,497</b>	<b>142,256</b>
Assets from discontinued operations	342	460
<b>TOTAL ASSETS</b>	<b>169,793</b>	<b>191,888</b>
<b>EQUITY</b>		
Share capital	54,638	54,638
Treasury shares	(1,177)	(655)
Share premium	226	226
Reserves and retained earnings	(4,124)	(5,318)
Profit for the year	7,486	20,400
<b>TOTAL EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT</b>	<b>57,049</b>	<b>69,291</b>
Non-controlling interests	10,047	18,329
<b>TOTAL EQUITY</b>	<b>67,096</b>	<b>87,620</b>
<b>LIABILITIES</b>		
<b>NON-CURRENT LIABILITIES</b>		
Borrowings	21,493	21,281
Provisions	5,233	8,623
Other non-current liabilities	3,705	770
<b>TOTAL NON-CURRENT LIABILITIES</b>	<b>30,431</b>	<b>30,674</b>
<b>CURRENT LIABILITIES</b>		
Borrowings	9,432	9,081
Trade and other payables	40,313	39,635
Income tax payable	53	1,312
Derivative financial instruments	9	17
Deferred income and other current liabilities	16,148	14,854
<b>TOTAL CURRENT LIABILITIES</b>	<b>65,955</b>	<b>64,899</b>
Liabilities from discontinued operations	6,311	8,695
<b>TOTAL LIABILITIES</b>	<b>102,697</b>	<b>104,268</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>169,793</b>	<b>191,888</b>

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS

AMOUNTS EXPRESSED IN THOUSANDS OF EUROS	12 M *	
	31.12.20	31.12.19 <sup>(1)</sup>
<b>CONTINUING OPERATIONS</b>		
Sales	-	374
Services rendered	125,080	113,455
Cost of sales	-	(253)
External supplies and services	(37,379)	(30,105)
Employee benefit expense	(80,176)	(73,473)
Net impairment losses on trade and other receivables	(72)	235
Other gains/(losses) - net	4,378	(880)
Depreciation and amortisation	(4,356)	(4,360)
<b>OPERATING PROFIT</b>	<b>7,475</b>	<b>4,993</b>
Finance income	1,240	11,390
Finance costs	(2,928)	(4,690)
Share of loss of associates	(58)	(83)
<b>PROFIT BEFORE INCOME TAX</b>	<b>5,729</b>	<b>11,610</b>
Income tax expense	(1,912)	(383)
Profit from continuing operations	3,817	11,227
<b>DISCONTINUED OPERATIONS</b>		
Profit from discontinued operations	4,509	14,749
<b>PROFIT FOR THE YEAR</b>	<b>8,326</b>	<b>25,976</b>
<b>PROFIT ATTRIBUTABLE TO:</b>		
Owners of the parent	7,486	20,400
Non-controlling interests	840	5,576
	<b>8,326</b>	<b>25,976</b>
<b>EARNINGS PER SHARE FROM CONTINUING AND DISCONTINUED OPERATIONS ATTRIBUTABLE TO OWNERS OF THE PARENT (EUROS PER SHARE)</b>		
<b>BASIC EARNINGS PER SHARE</b>		
From continuing operations	0,10 Euros	0,18 Euros
From discontinued operations	0,15 Euros	0,48 Euros
<b>FROM PROFIT FOR THE YEAR</b>	<b>0,24 Euros</b>	<b>0,66 Euros</b>
<b>DILUTED EARNINGS PER SHARE</b>		
From continuing operations	0,10 Euros	0,18 Euros
From discontinued operations	0,15 Euros	0,47 Euros
<b>FROM PROFIT FOR THE YEAR</b>	<b>0,24 Euros</b>	<b>0,66 Euros</b>
12 M * - period of 12 months ended		
<sup>(1)</sup> Restated in accordance with the explanation in notes 2.24, 2.25 and 41 of the Notes to the Consolidated Financial Statements.		

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

AMOUNTS EXPRESSED IN THOUSANDS OF EUROS	12 M *	
	31.12.20	31.12.19 <sup>(1)</sup>
<b>PROFIT FOR THE YEAR</b>	<b>8,326</b>	<b>25,976</b>
Other comprehensive income for the year		
Items that may be reclassified to profit or loss		
Exchange differences on foreign operations, net of tax	22	615
<b>OTHER COMPREHENSIVE INCOME</b>	<b>22</b>	<b>615</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	<b>8,348</b>	<b>26,591</b>
<b>TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:</b>		
Owners of the parent	6,948	20,693
Non-controlling interests	1,400	5,898
	<b>8,348</b>	<b>26,591</b>
12 M * - period of 12 months ended		
<sup>(1)</sup> Restated in accordance with the explanation in notes 2.24, 2.25 and 41 of the Notes to the Consolidated Financial Statements.		

# AUDIT BOARD AND STATUTORY AUDITOR REPORTS

**REPORT AND OPINION OF THE AUDIT BOARD ON THE CONSOLIDATED FINANCIAL  
STATEMENTS OF NOVABASE – SOCIEDADE GESTORA DE PARTICIPAÇÕES  
SOCIAIS, S.A. FOR THE FINANCIAL YEAR ENDED ON DECEMBER 31, 2020**

To the Shareholders,

**INTRODUCTION**

In compliance with the Law and for the purposes of paragraph g) of article 420 of the Portuguese Companies Code and the Company's bylaws, the Audit Board hereby presents for appreciation its Report on the supervising activity that was carried out and issues its Opinion on the Management Report and Consolidated Financial Statements of Novabase – Sociedade Gestora de Participações Sociais, S.A. for the financial year ended on December 31, 2020.

**ACTIVITIES CARRIED OUT**

**Supervision of the Company**

During the financial year, the Audit Board regularly followed up the evolution of the company's business and the business of its subsidiaries, ensuring compliance with the law and the relevant bylaws, and monitored the Company's management, the efficiency of the risk management and internal control systems and the preparation and disclosure of financial information, as well as the regularity of the accounting records, the accuracy of the consolidated financial statements and the accounting policies and metrical valuation criteria adopted by the company, in order to verify that they lead to an adequate expression of its consolidated assets, results and cash flows.

During the year, the Audit Board met four times and the respective meetings were formally recorded in minutes. At these meetings there was an attendance of 100% by the Chairman and one of the members, and of 50% by the second member. In addition, the Audit Board took part in the meeting of the Board of Directors that approved the Management Report and the Consolidated Financial Statements for the 2020 financial year.

Within its duties, the Audit Board maintained the necessary contacts with the representatives of the Chartered Accountants Company and External Auditor, in order to monitor the planning and audit work that was carried out and to take note of the respective findings. The meetings held with the representatives of the Chartered Accountants Company and External Auditor enabled the Audit Board to

reach a positive opinion on the integrity, rigor, skill, quality of work and objectivity with which they carried out their work, as well as the reliability of the financial information.

Relevant matters concerning auditing were also analysed with the representatives of the Chartered Accountants Company and External Auditor; the Audit Board refers to their report on the consolidated financial statements for the description of the essential elements subject to analysis.

During the meetings of the Audit Board, the main risks affecting Novabase - Sociedade Gestora de Participações Sociais, S.A. and the companies included in the consolidation perimeter were analysed and discussed with Management and the Statutory Auditor, based on presentations prepared by these corporate bodies. The Audit Board considers that it has obtained the explanations and clarifications considered relevant.

#### **Related Party Transactions**

During the 2020 financial year, no related party transactions, in accordance with the regulation in force, were submitted to assessment by the Audit Board.

#### **Independence of the External Auditor**

The Audit Board received the statement by the Statutory Auditor confirming its independence in relation to the Company and communicating all relationships that may be perceived as a threat to its independence, as well as the safeguards that were implemented.

#### **RESPONSIBILITY STATEMENT**

Pursuant to paragraph 1/c) of article 245 of the Portuguese Securities Code, applicable by virtue of paragraph 1/a) of article 8 of the CMVM Regulation no. 5/2008 (Information Duties), we hereby declare that, to the best of our knowledge and belief, the aforementioned financial statements were prepared in accordance with the International Financial Reporting Standards, as adopted by the European Union, giving a true and appropriate view of the assets and liabilities, financial position and results of Novabase - Sociedade Gestora de Participações Sociais, S.A. and the companies included in the consolidation perimeter, and the management report faithfully describes the evolution of the business, performance and position of Novabase - Sociedade Gestora de Participações Sociais, S.A. and the companies included in the consolidation perimeter, containing an adequate description of the main risks and uncertainties which they face.

## **OPINION**

The Audit Board analysed the Management Report and the Consolidated Financial Statements for the 2020 financial year, which comprise the Consolidated Statement of Financial Position as at December 31, 2020, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows, as well as the accompanying notes, which were prepared in accordance with the International Financial Reporting Standards, as adopted in the European Union.

Within its duties the Audit Board has analysed the Legal Certification of Accounts and the Audit Report on the Consolidated Financial Information for the 2020 financial year, prepared by the Statutory Auditor, document which does not present any reservation and with which the Audit Board agrees.

The Audit Board further analysed the Corporate Governance Report for the 2020 financial year, which is attached to the Management Report prepared by the Board of Directors in compliance with the CMVM Regulation no. 4/2013 (Corporate Governance of Listed Companies), and the Audit Board certifies that it includes all the elements referred to in article 245-A of the Portuguese Securities Code.

In this context, it is the Audit Board's opinion that:

- There are no objections to the approval of the Management Report for the 2020 financial year;
- There are no objections to the approval of the Consolidated Financial Statements for the 2020 financial year.

Lisbon, April 29, 2021

The Audit Board

Álvaro Nascimento – Chairman

Fátima Farinha – Member

Miguel Ribeiro Ferreira – Member







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## STATUTORY AUDITORS' REPORT AND AUDITORS' REPORT

(Free translation from a report originally issued in Portuguese language. In case of doubt the Portuguese version will always prevail.)

### REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

#### Opinion

We have audited the accompanying consolidated financial statements of **Novabase, S.G.P.S., S.A.** (the Group), which comprise the consolidated statement of financial position as at 31 December 2020 (showing a total of Euro 169,793 thousand and equity of Euro 67,096 thousand, including non-controlling interests of Euro 10,047 thousand and a net profit of Euro 7,486 thousand), the consolidated income statement, consolidated statement of comprehensive income, consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and the accompanying notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements give a true and fair view, in all material respects, of the consolidated financial position of **Novabase, S.G.P.S., S.A.** as at 31 December 2020 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with the International Financial Reporting Standards (IFRS), as adopted by the European Union.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and further technical and ethical standards and guidelines as issued by Ordem dos Revisores Oficiais de Contas (the Portuguese Institute of Statutory Auditors). Our responsibilities under those standards are further described in the "Auditors' responsibilities for the audit of the financial statements" section below. We are independent of the entities that comprise the Group in accordance with the law and we have fulfilled other ethical requirements in accordance with the Ordem dos Revisores Oficiais de Contas' code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



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## Revenue recognition (Euro 125,080 thousand)

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See Note 5 to the consolidated financial statements.

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### **The Risk**

The revenue recognition policy for advisory projects on a turnkey basis, which represent a significant part of the Group's business, requires judgment as disclosed in Note 4 (d) of the notes to the consolidated financial statements.

The recognition of such overtime projects in accordance with the applicable accounting policy, as described in Note 2.19 (b), involves a number of qualitative factors such as estimated billing, costs to be incurred, including contingency values for contractual risks, which justify that the recognition of revenue has been considered as a key audit matter.

### **Our response to the identified risk**

Our audit procedures included, among others, the following:

- We have analysed the revenue recognition policy adopted by the Group with reference to the applicable accounting standards;
  - We have evaluated the design and implementation and operational effectiveness of relevant controls, including application controls and general IT controls, related to the revenue recognition process;
  - We have critically analysed the estimates and assumptions made by the management, namely regarding estimated billing, costs to be incurred and contingencies;
  - We have carried out substantive analytical procedures and detailed tests to the accounting records in order to identify and test the risk of fraud and potential derogation to implemented controls; and,
  - We have reviewed the adequacy of the related disclosures in the financial statements, in accordance with the applicable accounting standards.
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## Recoverability of goodwill (Euro 11,501 thousand)

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See Note 8 to the consolidated financial statements which describes the net book value of the goodwill of the Next-Gen and NeoTalent business areas.

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### **The Risk**

The determination of the recoverable value of these assets is subjective due to the uncertainty inherent to the financial projections and to the discount of future cash flows, since many key assumptions are based on management expectations, not observable in the market.

The Group performs, on an annual basis, impairment tests on goodwill based on the discounted cash flow method, considering a 5-year business plan estimated by management, as mentioned in Notes 2.7 (1), 4 (a) and 8.

The evolution of the economic environment, as well as the control and monitoring of the spread of COVID-19 and its effects created greater uncertainty on the financial projections that support the assessment of impairment.

The complexity and inherent degree of judgment justify that the recoverability of goodwill has been considered a key audit matter.

### **Our response to the identified risk**

Our audit procedures included, among others, the following:

- We have evaluated the design and implementation and operational effectiveness of the key controls implemented by the Group in connection with this matter and have reviewed the budgeting procedures on which the projections are based, by comparing the current performance against estimates made in prior periods, and the integrity of the discounted cash flow model;
  - We have assessed the internal and external assumptions used and the reasonableness of such as current business trends, market performance, inflation, projected economic growth and discount rates;
  - We have performed sensitivity analyses on the robustness of the assumptions and forecasts used;
  - We have involved out experts in benchmarking the average cost of capital ratio; and,
  - We have reviewed the adequacy of the related disclosures in the financial statements, in accordance with the applicable accounting standards.
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## Recoverability of deferred tax assets (Euro 7,947 thousand)

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See Note 11 to the consolidated financial statements which describes the amount of deferred tax assets, of which 7,053 thousand euros related to tax benefits arising from Research and Development projects presented under the SIFIDE incentive scheme.

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### The Risk

Deferred tax assets recorded by management are based on its best estimate on the timing and future amounts required for their recovery, using assumptions that require judgment, as mentioned in Notes 2.15 and 4 (c).

The evolution of the economic environment, as well as the control and monitoring of the spread of COVID-19 and its effects created greater uncertainty on the financial projections that support the recoverability of deferred tax assets.

The associated level of uncertainty and the degree inherent to the judgement justify that the recoverability of deferred tax assets has been considered as a key audit matter.

### Our response to the identified risk

Our audit procedures included, among others, the following:

- We have evaluated the design and implementation and operational effectiveness of the key controls implemented by the Group in connection with this matter and have analysed the budgeting procedures on which the projections are based, by comparing the current performance with estimates made in prior periods;
  - We have analysed the assumptions and methodology used by management to assess the recoverability of deferred tax assets, namely projections of taxable income; and,
  - We have reviewed the adequacy of the related disclosures in the financial statements, in accordance with the applicable accounting standards.
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## Responsibilities of Management and the Supervisory Board for the Consolidated Financial Statements

Management is responsible for:

- the preparation of consolidated financial statements that give a true and fair view of the Group's financial position, financial performance and the cash flows, in accordance with the International Financial Reporting Standards, as adopted by the European Union;
- the preparation of the management report and the corporate governance report, in accordance with applicable laws;
- designing and maintaining an appropriate internal control system to enable the preparation of consolidated financial statements that are free from material misstatement whether due to fraud or error;
- the adoption of accounting policies and principles appropriate in the circumstances; and,



- assessing the Group's ability to continue as a going concern and disclosing, as applicable, the matters that may cast significant doubt about the Group's ability to continue as a going concern.

The supervisory body is responsible for overseeing the Group's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our responsibility is to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatements whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control;
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control;
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern;
- evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation;
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion;



- communicate with those charged with governance, including the supervisory body, regarding, among other matters, the planned scope and timing of the audit, and significant audit findings including any significant deficiencies in internal control that we identify during our audit;
- determine, from the matters communicated with those charged with governance, including the supervisory body, those matters that were of most significance in the audit of the consolidated financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes their public disclosure; and,
- provide the supervisory body with a statement that we have complied with the relevant ethical requirements regarding independence and communicate all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Our responsibility also includes the verification that the information contained in the management report is consistent with the consolidated financial statements, and the verification of the requirements as provided in numbers 4 and 5 of Article 451 of the Portuguese Companies' Code, as well as the verification that the non-financial information was presented.

## **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

### **On the Management Report**

Pursuant to Article 451(3)(e) of the Portuguese Companies' Code, it is our opinion that the consolidated management report was prepared in accordance with the applicable legal and regulatory requirements and the information contained therein is consistent with the audited consolidated financial statements and, having regard to our knowledge and assessment of the Group, we have not identified any material misstatements. As referred in Article 451(7) of the Portuguese Companies' Code this opinion is not applicable to the non-financial statement included in the management report.

### **On the Corporate Governance Report**

Pursuant to Article 451(4) of the Portuguese Companies' Code, it is our opinion that the corporate governance report includes the information required to the Group in accordance with Article 245-A of the Portuguese Securities Code, and we have not identified any material misstatements on the information provided therein in compliance with paragraphs c), d), f), h), i) and m) of that article.

### **On the consolidated non-financial information**

Pursuant to Article 451(6) of the Portuguese Companies' Code, we inform that the Group included in its management report the non-financial information foreseen in Article 508-G of the Portuguese Companies' Code.

### **On the additional matters provided for in Article 10 of the Regulation (EU) no. 537/2014**

Pursuant to Article 10 of the Regulation (EU) no. 537/2014 of the European Parliament and of the Council, of 16 April 2014, and in addition to the key audit matters mentioned above, we also report the following:

- We were first appointed as auditors of Novabase, S.G.P.S., S.A. in the General Shareholders' Meeting held on 29 April 2015 for a first mandate from 2015 to 2017. We were appointed in the General Shareholders' Meeting held on 10 May 2018 for a second mandate from 2018 to 2020;



- Management as confirmed to us that they are not aware of any fraud or suspicion of fraud having occurred that has a material effect on the financial statements. In planning and executing our audit in accordance with ISAs we maintained professional scepticism, and we designed audit procedures to respond to the possibility of material misstatement in the consolidated financial statements due to fraud. As a result of our work, we have not identified any material misstatement of the consolidated financial statements due to fraud;
- We confirm that the audit opinion we have issued is consistent with the additional report we prepared and submitted to the Group's supervisory body on 29 April 2021.
- We declare that we have not provided any prohibited services as described in Article 77(8) of the Ordem dos Revisores Oficiais de Contas' statutes, and that we have remained independent from the Group during the course of the audit.

29 April 2021

SIGNED ON THE ORIGINAL

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**KPMG & Associados -**  
**Sociedade de Revisores Oficiais de Contas, S.A. (no. 189)**  
represented by  
Paulo Alexandre Martins Quintas Paixão (ROC no. 1427)