



**This translation of the Portuguese document was made only for the convenience of non-Portuguese speaking shareholders. For all intents and purposes, the Portuguese version shall prevail.**

Galp Energia, SGPS, S.A.  
Listed Company  
Head Office: Rua Tomás da Fonseca, Torre C, 1600-209 Lisboa  
Share Capital: 829.250.635 Euros  
Registered with the Commercial Registry Office of Lisbon under no. 504 499 777

## **ANNUAL GENERAL SHAREHOLDERS MEETING**

### **NOTICE OF MEETING**

In accordance with article 377 of the Commercial Companies Code, I hereby convene the Annual General Shareholders of Galp Energia, SGPS, S.A. ("Company") to meet on April 27<sup>th</sup>, 2009, by 10 a.m. (GMT), at "Auditório I", Torre A, located at Rua Tomás da Fonseca, 1600-209 Lisbon, with the following items on the agenda:

1. To resolve on the management consolidated report, individual and consolidated accounts, for the year 2008, as well as remaining reporting documents;
2. To resolve on the Company's Governance Report;
3. To resolve on the proposal for application of profits;
4. To resolve on a general appraisal of the Company's management and supervision;
5. Election of the secretary of the Board of the General Meeting for the 2008-2010 period.

Lisbon, March 25<sup>th</sup>, 2009

The Chairman of the Board of the General Meeting

## INFORMATION TO SHAREHOLDERS

Voting right is conferred to the shareholder whose shares registered in his/her name number no less than one hundred (100) as of April 22<sup>nd</sup>, 2009. Shareholder should make proof before the Company of the registry of the shares and their immobilisation, according to article 78 of the Portuguese Securities Market Code, by no later than April 22<sup>nd</sup>, 2009. To that effect, the shareholder may download the Share Registration and Immobilization Declaration, available at the website <http://ag27abril2009.galpenergia.com>.

One hundred (100) shares correspond to one vote.

Shareholders who do not hold the minimum number of shares required to be entitled to voting rights, may form groups in order to come to the necessary amount of shares, by consensus appointing only one among them or another shareholder to represent them at the General Meeting.

Corporate shareholders can be represented at shareholder meetings by any person, and can communicate the appointment by any written means.

Private shareholders can only be represented by a member of the board of directors, by their spouse, by their relatives in direct line, or by other shareholders, and can communicate the appointment by any written means.

Except for the State, shareholders intending to be represented should submit the instruments of representation and, in the corporate shareholders case, should communicate who will represent them, at least five days prior to the General Meeting being held, and according to the Law.

The representation mentioned in the previous paragraphs should be reported through letter addressed to the Chairman of the General Meeting, to be received at the Company's head office by no later than April 22<sup>nd</sup>, 2009, save for the State. To that effect, shareholders may download the Representation Letter or the Group Letter to be submitted to the Chairman of the General Meeting, available at the website <http://ag27abril2009.galpenergia.com>.

Postal vote will also be allowed. The shareholder should send to the Chairman of the General Meeting, at the Company's head office, a notice specifying the address where the ballot papers should be mailed, until April 7<sup>th</sup>, 2009.

Alternatively, shareholders may download the ballot papers at the website <http://ag27abril2009.galpenergia.com>. In such a case, sending the above-mentioned notice will not be necessary.

Shareholders with voting rights may exercise them by post, on each of the items on the agenda, through ballot paper, with a signature identical to that of the Identity Card, addressed to the Chairman of the General Meeting, and mailed to the Company's head office, by registered courier with acknowledgment of receipt, by April 24<sup>th</sup>, 2009. The ballot paper, whose sample can be downloaded at the website <http://ag27abril2009.galpenergia.com>, must be complemented by a readable photocopy of the shareholder's Identity Card, or, in case of a corporate shareholder, it should be signed by his legal representative, with a signature recognising him/her as such. Deliverance of this ballot paper does not exempt the shareholder from sending the declaration issued by the financial intermediary responsible for the registry of shares in a securities account, until April 22<sup>nd</sup>, 2009.

In order to be considered valid, an explanation of vote must plain and unequivocally:

1. Identify the item or items on the agenda it refers to;
2. Specify the particular proposal it addresses;
3. Set whether the vote on each of the proposals is for or against it, clear and unconditionally.

Postal votes shall be considered negative *vis-à-vis* the proposals of deliberation put forward after the date those votes were issued.

The Board of the General Meeting will carry out the scrutiny of postal votes, by adding them up to the votes cast during the Meeting.

The presence at the Meeting of a shareholder who voted by post shall be assumed as a revocation of his/her vote.

During the 15 days prior to the General Meeting, information will be available at the Company's head office, and at the website <http://ag27abril2009.galpennergia.com>, under article 289 of the Commercial Companies Code.

Likewise, this information (including ballot papers) can be requested by writing to the Company's head office or to the email address [ag27abril2009@galpennergia.com](mailto:ag27abril2009@galpennergia.com).

Additionally, during the 15 days prior to the General Meeting, the Annual Report and Accounts and remaining reporting documents, will also be available at the Securities Market Regulator website at [www.cmvm.pt](http://www.cmvm.pt).

All communications being submitted to the Chairman of the General Meeting or to the Company should be mailed to "General Shareholders' Meeting — April 27<sup>th</sup>, 2009, Rua Tomás da Fonseca, Torre A, 11<sup>th</sup> floor — 1600-209 Lisbon."