

**BANCO COMERCIAL PORTUGUÊS, S.A.**  
Company open to public investment  
Registered Office: Praça D. João I, 28 - Oporto  
Share Capital: 3,611,329,567 Euros  
Registered at the Companies Registry Office of Oporto  
Single registration and tax identification number 501 525 882

## **GENERAL MEETING OF SHAREHOLDERS**

### **CALL NOTICE**

At the request of a group of Shareholders who presented evidence of holding, together, more than 5% of the share capital, I do hereby convene the shareholders of Banco Comercial Português, S.A., to attend the General Meeting of Shareholders to be held at 3.30 p.m. on 6 August 2007, at the Centro de Congressos e Exposições da Alfândega do Porto, Rua Nova da Alfândega - Edifício da Alfândega, in the city of Oporto, since the head office does not have the space required to hold the meeting, with the following requested agenda:

"Item 1 - To resolve upon the alteration of the articles of association as follows:

a) Amendment of articles 2, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 16, 17, 18, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36 and 37 of the Articles of Association, remaining unaltered the text of all other articles;

b) new denomination of the headlines of Chapters V, VII, VIII

c) the alteration of the systematic insertion of the headlines of chapters VI (now inserted before article 29), VII (now inserted before article 32) and VIII (now inserted before article 35); and

d) the suppression of article 38 (the contents of which are now in the new article 37) and of the headline of chapter IX

Item 2 - If the amendments to the Articles of Association are approved, to resolve upon the election of the members of the corporate bodies for the 2007-2009 triennial, namely:

a) Election of the members of the Board of the General Meeting, including its Chairman and Vice-Chairman;

b) Election of the members of the Board of Directors, including its Chairman and the Vice-Chairmen;

b) Election of the full members of the Board of Auditors, including its Chairman and the Vice-Chairman, and of two alternate members;

d) Election of the External Chartered Accountant and of its alternate."

To be able to attend the meeting, shareholders must prove their quality of shareholder with right to vote as of 30 July 2007, and must maintain ownership of the shares at the time of the meeting.

Each group of 1000 euros of share capital (1000 shares) entitles to one vote. Representation by proxy is available to shareholders, and holders of a lesser number of shares may also group together, the terms and limits of the law and of the memorandum and articles of association, Article 16 of the latter in particular, applying in respect of all other matters.

Documents evidencing ownership of the shares and those in respect of the appointment of proxies and formation of groups shall be delivered to the registered office (Securities Department) by 5 p.m. of 2 August 2007.

Shareholders entitled to vote may exercise their right by post or by electronic means and, for the purpose, they shall:

In the case of postal ballot: print the ballot paper available for the purpose at the Bank's website, [www.millenniumbcp.pt](http://www.millenniumbcp.pt) and carry out all the other procedures indicated in the instructions provided in the same page, then addressing it to Banco Comercial Português, S.A., Direcção de Títulos, Apartado 4744, 4012-001 Porto, Portugal, where it must be received by 5 p.m. on 2 August 2007. Postal ballot papers will also be available at the registered office for shareholders so wishing, and also at any Branch of Millenniumbcp;

In the case of ballot by electronic means: print the request document for the exercise of electronic ballot available at the [www.millenniumbcp.pt](http://www.millenniumbcp.pt) website and carry out all the other procedures indicated in the instructions provided for the purpose on the same page. The request for a ballot password shall be sent to Banco Comercial Português, S.A., Direcção de Títulos, Apartado 4744, 4012-001 Porto, Portugal, where it must be received by 5 p.m. on 27 July 2007.

Votes made by postal ballot or by electronic means shall count as negative votes for resolution proposals presented after the votes are cast.

The Chairman of the Board of the General Meeting shall be responsible not only for verifying the authenticity and adequacy of the votes made by postal ballot and by electronic means, as well as for assuring they remain confidential until the voting moment.

Some employees of the Bank, who are bound by secrecy, shall necessarily take cognizance of the votes made by electronic means.

Attendance, either direct or through a proxy up to the time of commencement of the General Meeting, by a shareholder who voted by postal or electronic ballot shall imply revocation of the vote cast in foregoing manners.

Bearing in mind that if the totality of the share capital is not present in the General Meeting (directly or by proxy), the percentage of votes below regards the totality of votes present (directly or by proxy), according to the Articles of Association, shall not be counted the votes cast by a shareholder or by a proxy that:

- a) are in excess of 10% of the total number of votes representing the share capital;
- b) are in excess of the difference between the votes cast by other shareholders, who are related to the shareholder in question pursuant to article 16 (14, 15 and 16) and in proportion to that relation, and 10% of the total number of votes representing the share capital. The limits to the votes counted for each shareholder shall be established in proportion to the number of votes issued.

The proposals to be submitted to the General Meeting will be available for shareholders at the registered office and at the [www.millenniumbcp.pt](http://www.millenniumbcp.pt) website during the legal and statutory times, including from the date of this call notice onwards, the complete text of the articles of association to be altered, eliminated or added, submitted by the proposing shareholders.

The proposals that come to be submitted by Shareholders and Corporate Bodies will also be available at the registered office and will be placed on the Bank's website [www.millenniumbcp.pt](http://www.millenniumbcp.pt) provided

that they are received by the Chairman of the Board of the General Meeting until 2 August 2007.

If the General Meeting of Shareholders is not able to convene on the scheduled date, due to the lack of attendances of shareholders or proxies holding more than one third of the share capital, it shall meet on second call on 27 August at the same time and place. In this case, the aforementioned date 2 August shall be replaced by 23 August 2007.

Lisbon, 3 July 2007

The Chairman of the Board of the General Meeting

(Germano Marques da Silva)

