Key Information Document

Purpose

This document provides you with key information about this investment product. It is not marketing material. The information is required by law to help you understand the nature, risks, costs, potential gains and losses of this product and to help you compare it with other products.

Product

Name: Mandatory Convertible Securities (VMOCs) and Conditional Transfer Agreement

Issuer: Oásis Atlântico Portugal, SGPS, S.A. ("Oásis")

Competent Authority: Portuguese Securities Market Commission ("CMVM")

Contact details of the Issuer: www.oasisatlantico.com, phone number: (+351) 21 7524100

Date: The date of this Key Information Document is 11/04/2019

You are about to purchase a product which is not simple and may be difficult to understand.

What is this product?

Type: An investment consisting of two financial products: Mandatory convertible securities ("*Valores Mobiliários Obrigatoriamente Convertíveis*") ("VMOCs") and a derivative contract having VMOCs as underlying asset ("Conditional Transfer Agreement").

Objectives: Providing a fixed income stream of 6.5% per annum from invested capital, which capital will be converted into ordinary shares of Oásis (at a ratio of 1,919 shares for each VMOC with a €10,000 face value) upon the occurrence of the earlier of the following events: (i) admission to trading (listing) of the Oásis shares or (ii) the 10th anniversary of the issue of the first tranche of VMOCs. Oásis expects, but does not ensure, that its shares will become listed within the next 6 years. If listing does not occur between the 6th and the 10th anniversary of the issue of the first tranche of VMOCs, the holders of VMOCs may, under the Conditional Transfer Agreement and at their option, sell to Oásis the VMOCs held by them at a premium over its principal amount which is increasing over time (113.5%, 117.5%, 122%, 127% and 132.5%, respectively). Even though currently not expected by Oásis, the Conditional Transfer Agreement foresees the possibility for investors to sell, and Oásis to require the sale, of the VMOCs in case of a change of control event (including before the 6th anniversary), as defined therein.

Intended retail investor: This product is available to non-professional investors who intend to become shareholders of Oásis once the shares are admitted to trading, benefiting from the consequent liquidity of listed shares, and from then on of the potential financial returns of an investment in the shares. In the meantime, to compensate for the lack of liquidity of the investment made in the VMOCs, Oásis provides a fixed income and the contingent possibility (no listing of shares before the 6th anniversary of issue of the first tranche of VMOCs) for the investor to exit the investment under a set of clear and pre-determined conditions under the Conditional Transfer Agreement.

Insurance benefits and costs: N/A

What are the risks and what could I get in return?

Risk Indicator

1	2	3	4	5	**6**	7

Lower Risk ← → Higher Risk

The summary risk indicator is a guide to the level of risk of this product compared to other products. It shows how likely it is that the product will lose money because of movements in the markets or because we are not able to pay you. The risk classification is based on the fact that this product incurs in market and credit risk. We have classified this product as 6 out of 7, which is the second highest risk class.

This rates the potential losses from future performance at a high level, and poor market conditions are very likely to impact your return on investment.

The risk indicator assumes you keep the product for 6 years and Oásis shares are admitted to trading in the meantime. Without prejudice to a change of control triggered transfer, if the admission to trading does not occur, you may sell your VMOCs under the Conditional Transfer Agreement between the 6th and the 10th anniversary of the issue of the first tranche of VMOCs.

As the VMOCs are expected to convert into Oásis shares, at a pre-determined ratio, the investor will be subject to market risk, notably the risk of upon conversion the shares having a market value below the investment made in the VMOCs. This risk has been incorporated into the unfavourable scenario by considering a devaluation factor for the stock market. As this product does not have an appropriate market benchmark or proxy, it has been assigned the 6th class (out of 7 classes) of market risk measure, in result of Annex II, Part 1, pars. 4(c) and 8 of Commission Delegated Regulation (EU) 2017/653.

The investors will also be subject to Oásis' credit risk, i.e. the risk of company's default or non-ability to pay its debts/ perform its obligations under its 6.5% remuneration obligation and/or the Conditional Transfer Agreement.

The main source of revenue of the Oásis group is the operation of a chain of hotels, mostly located in Cape Verde, but also operating in Brazil and, in the near future, Morocco. There may be political risks that may become material over time, due to the current and potential future political developments in any of these countries. These risks have been incorporated into the unfavourable scenario by considering the closure of some of the hotel units in operation.

Oásis has been assigned credit rating BBB- for its medium and long term senior unsecured liabilities by ARC Ratings, and therefore the product is classified under the 3rd class (out of 6 classes) of credit risk measure, in result of Annex II, Part 2, pars. 37, 38, 39, 42, 44 and 45 of Commission Delegated Regulation (EU) 2017/653.

This product is not a liquid financial instrument, as it is not admitted to trading anywhere, and the investor may only exit the investment under the Conditional Transfer Agreement after 6 years if the shares of Oásis have not been admitted to trading until then.

If you have not exited the investment before the Oásis shares have been admitted to trading and the VMOCs have converted into shares, you become subject to market fluctuations and any other risks applicable to holding listed shares.

This product does not include any protection from future market performance so you could lose some or all of your investment.

Performance Scenarios

Performance scenarios				
		1 year	3 years	6 years
Unfavourable scenario	**What you might get back after costs**	€60,005	€42,763	€80,297
	Average return each year	-40.0%	-24.7%	-3.6%
Moderate scenario	**What you might get back after costs**	€163,268	€256,921	€521,976
	Average return each year	63.3%	37.0%	31.7%
Favourable scenario	**What you might get back after costs**	€204,055	€315,816	€615,157
	Average return each year	104.1%	46.7%	35.4%

This table shows the money you could get back over next 6 years, under different scenarios, assuming that you invest €100,000. The scenarios shown illustrate how your investment could perform. You can compare them with the scenarios of other products. The scenarios presented are an estimate of future performance based on evidence from the past, and are not exact indicators. They assume your VMOCs are converted into shares at the end of each relevant period above. The table above does not consider other alternative scenarios (of conversions at a later date or sales of VMOCs from investors to Oásis between the 6th and the 10th year of the investment).

The scenarios above have been construed in accordance with Annex IV, par. 18 of Commission Delegated Regulation (EU) 2017/653, corresponding to a reasonable and conservative best estimate of Oásis.

The figures shown include all the costs of the product itself (being, in this case, the VMOCs), but may not include all the costs that you pay to your advisor or distributor. The figures do not take into account your personal tax situation, which may also affect how much you get back.

What happens if Oásis Atlântico Portugal, SGPS, S.A. is unable to pay out?

As a holder of VMOCs, and party to the Conditional Transfer Agreement, you will be exposed to the risk of Oásis being unable to meet any of its payment or delivery obligations thereunder. This investment product does not entitle you to make any claim to any Compensation Scheme in case of default by Oásis and also does not benefit from any guarantee that increases the level of priority of claims of the investor nor does it benefit from any undertaking by a third party to make payments instead of Oásis.

What are the costs?

The Reduction in Yield (RIY) shows what impact the total costs you pay will have on the investment return you might get. The total costs take into account one-off, ongoing and incidental costs. The amounts shown here are cumulative costs of the product itself, for three different holding periods. They include potential early exit penalties. The figure assumes you invest €100,000. The figures are estimates and may change in the future. The person selling you or advising you about this product may charge you other costs. If so, this person will provide you with information about these costs, and show you the impact that all costs will have on your investment over time. The acquisition of the product also gives rise to the payment of a fee of 250 euros per semester to CMVM, for the continuing supervision of the provision of information. This fee has personal incidence and does not depend on the amount invested, which is why it is not reflected in the performance scenarios table above.

Costs over time

Investment			
Scenarios	If you cash in after 1 years	If you cash in after 3 years	If you cash in after 6 years
Total costs	€500	€1.500	€3.000
Impact on return (RIY) per year[1]	--	--	--

"Cashing-in" in this context refers to the conversion of the VMOCs into shares, after these have been listed, with no custodian fees that you may incur after the admission to trading being considered. Note that, after 6 years, there is the right of the investor to sell its shares under the Conditional Transfer Agreement, under the conditions foreseen therein; this scenario has not been considered above.

Composition of costs

The table below shows:

- The impact each year of the different types of costs on the investment return you might get at the end of the recommended holding period;
- The meaning of the different cost categories.

This table shows the impact on return per year			
One-off costs	**Entry Costs**	0%	The impact of the costs you pay when entering your investment. N/A
	Exit Costs	0%	The impact of the costs of exiting your investment when it matures. N/A
Ongoing costs	**Portfolio transaction costs**	0%	The impact of the costs of us buying and selling underlying investments for the product. N/A
	Other ongoing costs	--%	The impact of the costs that we take each year for managing your investments. N/A
Incidental costs	**Performance fees**	0%	The impact of performance fees charged on your investment. N/A

How long should I hold it and can I take money out early?

Minimum holding period: 6 years

The minimum holding period has been set at six years, because at such point in time will you have the right to exit the investment, under the Conditional Transfer Agreement, at a premium over the invested amount, but only provided that the Oásis shares have not become listed and the VMOCs have thus not converted into company shares. If the shares have become listed and the VMOCs converted into company shares, you will only be able to sell those shares and at the market price, which may be lower than the invested amount.

If, prior or after the 6 years period, while the Oásis shares have not become listed and the VMOCs have not converted into company shares, there is a change of control event, you will have the right to sell, and Oásis the right to require you to sell, the VMOCs at a price not lower than par value, subject to the conditions of the Conditional Transfer Agreement.

How can I complain?

In the event you are dissatisfied with any aspect of the product and/ or the company's performance, you may contact the Portuguese Securities Market Commission (CMVM) as the competent authority for the supervision and distribution of the product, at www.cmvm.pt or by calling 800 205 339, and Oásis Atlântico Portugal, SGPS, S.A., as the issuer of the product, by calling (+351) 21 7524100 or by sending a written complaint to the following address: R. Hermano Neves 22, 1600-477 Lisboa.

Other relevant information

The updated version of this document will be available at www.oasisatlantico.com.

[1] To the extent the fee due to CMVM for continuous supervision of the provision of information has a personal impact, regardless of the amount invested, it is not possible to determine its impact on the annual return of the instrument.