

JERÓNIMO MARTINS'

response to

**CESR's draft Technical Advice on possible
Implementing Measures of the Transparency Directive**

Question 1

Any measure that ensures that investors access information more swiftly and also, that its dissemination is made in a non-discriminatory fashion, has our approval.

However, regarding this particular proposal, it does not seem to introduce improvements regarding the way the information is presently disclosed. On the contrary, besides the fact that it does not guarantee that information is made available immediately, the following may also occur:

1. Some press releases may never be disclosed in any of the key national and European media.
2. There is a risk that only the editorial interest of the information disclosed is published and this information might not always coincide with the information that is most important for the investor. Moreover, extracts of information may be published out of context or even erroneously when edited by the media.
3. By way of increasing the likelihood of information being published, press releases may sway toward the increase of its editorial value and forfeit the overall essence of quality information.
4. Non-European investors may not have access to the key national and European media and we believe that non-discrimination when accessing information, should persist.
5. The smaller companies (lower market capitalization and reduced free-float) will not be interested in increasing their Investor and/or Public Relations Offices in order to maintain contact with the press/media.

Question 2

Besides the regulator's disclosure system (website of the competent authority) and the issuer's internet site, we consider that a pan-European database/disclosure would probably be convenient. This system would be useful for investors and would/ could hold a warning system per issuer and/or per sector of activity.

Question 3

We consider that the electronic means/connections are indeed swifter. However and as a last resort, and regardless of the efficiency, there are no guarantees that the disclosed information will be published – the mandate for dedicated lines seems uncalled for.

Question 4

It would seem somewhat excessive to mandate connection methods with the media, when issuers have their own electronic communication means which are usually included in the company's disclosure systems. Presently, most companies have mailing lists of investors and of the press/media.

Question 5

The company name may be insufficient for the identification of the issuer, particularly if issuers stand to have similar names in the different countries within the European area. In Portugal, this issue does not pose a problem, once information and other official documents of the sort, are required to carry the company name and the identification number at the registrar of companies (NIPC).

Question 6

Yes. Probably the number at the registrar of companies (NIPC), because the company may have more than one ISIN, should more than one security be listed / admitted to trading in the regulated markets.

Question 7

Maybe, if the storage works at a pan-European level so as to ensure that all announcements are filed / stored.

Question 8

We consider that sequential numbering in a specific issuer code might be the solution.

Question 9

We agree with all the measures and procedures that prevent conflicts of interest or insider trading.

Question 10

It is admirable that free competition be stimulated / instigated in any situation regarding the supply of services.

Question 11

Yes, in cases where services are charged for.

Question 12

Yes. It would make the editorial interest of the disclosure of information, harder amidst the press/media.

Question 13

Assuming that service providers are providing services to issuers, they will be paid by the issuers.

Question 14

Due to the fact that the responsibility for the disclosure cannot be assigned by the issuers, these will always be inclined to establish mechanisms or procedures that prove the fulfillment of the disclosure requirements.

Question 15

We believe that the issuers that resort to these service providers will ultimately evaluate this issue themselves.

Question 16

Yes. This change is in line with the characteristics of the market maker.

Question 17

Yes, as long as the identification is made in a clear and timely manner.

Question 18

Yes. As a counterpart to the exemption, one will always have to impose on the company, efficient and transparent information duties so that the exemption sense is not undermined.

Question 19

The uniformity of the rule makes sense, but it must have other measures besides the compulsory communication, that allow the competent authorities the ability to examine the compliance of the conditions that allow the use of the exemption.

Question 20

Administrative costs are not that high and thus dropping the original proposal is unfounded. We believe that the obligation should be maintained as an additional form of control.

Question 21

We accept the new definition and its intent on not including instructions regarding universally accepted rules on good corporate governance.

Question 22

From a technical and legal point of view, it seems that this is the best interpretation in articulating the two rules.

Question 23

Resulting situation information disclosure is important from a market point of view, inasmuch as there is a significant difference between a holding of 4.9% and no holding at all. The market should be able to evaluate on this.

Question 24

Although the issue on mistaking ID numbers is not a priority in the national market, we do not oppose the existence of an identification number.

Question 25

We believe that the supervisory authorities will know how to determine, in a reasonable way, the form in which the security identification should be in.

Question 26

Yes.

Question 27

Yes.

Question 28

Yes.