

DRAFT

Declaration of Participation¹

To the attention of the

Chairman of the Shareholders' General Meeting of Grupo Média Capital, SGPS, S.A.

E-mail: assembleiageral2011@mediacapital.pt

_____ ²

Subject: Shareholders' General Meeting of 16 March, 2011

Dear Sir,

_____ (full name, in case of natural persons or full corporate name, in case of company), as Shareholder of Grupo Média Capital, SGPS, S.A., hereby declares, pursuant to the terms and provisions of article 23.º-C of Portuguese Securities Code, the intention to participate in the General Meeting of Grupo Média Capital SGPS, S.A. to be held on 16 March, 2011.

Pursuant to the terms and provisions of article 23.º-C of Portuguese Securities Code, financial intermediary shall inform the Company of the number of shares held by Shareholder, registered in the account no. _____, with reference to record date (00:00 hours GMT 9th March 2011). The information shall be sent by the financial intermediary to Chairman of the Shareholders' General Meeting and received by him until 23:59 hours GMT of 8th March 2011, at:

Rua Mário Castelhana, Nº 40

Queluz de Baixo

2734-502 Barcarena

Fax n.º 21 434 59 01

E-mail: assembleiageral2011@mediacapital.pt

Yours faithfully,

Signature – if natural person / Signature(s), and, quality – if company

¹ **The intention of participation shall be received by the Chairman of the Shareholders General Meeting until 23:59 hours GMT of 8 March 2011. This declaration shall be sent by e-mail.**

² Financial intermediary with which have opened the respective account.