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INVITATION

of the Shareholders of the Societe Anonyme under the name «SOCIETE ANONYME ADMIE HOLDING S.A.» and under the trade name « ADMIE HOLDING S.A.» General Commercial Register (GEMI) No.: 141287501000

to the Annual General Meeting

Pursuant to Law 4548/2018, the Company's Articles of Association, and following the No 55/24-06-2020 relevant resolution taken by its Board of Directors, the Shareholders of the Company are invited at the **Annual General Meeting** to be held **at 11:00 hours of Thursday**, **July 16th**, **2020** at the headquarter of Hellenic Exchanges S.A. (Athinon Avenue 110, Athens), in order to discuss and decide upon the following items of the Agenda:

AGENDA

- Submission and approval of the Annual Financial Statements of the Company for the 3rd fiscal year 01.01.2019 31.12.2019 with the corresponding Reports and Statements of the Board of Directors and the Certified Auditors.
- 2. Approval of profits distribution for the 3^{rd} fiscal year 01.01.2019 31.12.2019 and dividend's payment.
- 3. Approval of the overall management of the Board of Directors for the 3rd fiscal year 01.01.2019 31.12.2019, according to article 108 of Law 4548/2018 and discharge of the Auditors pursuant to sentence c, paragraph 1 of article 117 of Law 4548/2018.
- 4. Approval of the remuneration and compensation of the members of the Board of Directors for the 3rd fiscal year 01.01.2019 31.12.2019.
- 5. Submission for discussion and voting of the Report of remuneration for the fiscal year 01.01.2019 31.12.2019 by the General Meeting, pursuant to Article 112 of Law 4548/2018.

- 6. Appointment of Regular and Substitute Certified Auditors for audit of the Financial Statements of the Company for the 4th fiscal year 01.01.2020 31.12.2020 and establishment of their remuneration.
- 7. Providing approval for the acquisition of own shares of the Company pursuant to Articles 49 and 50 of Law 4548/2018, as in force.
- 8. Election of new Board of Directors and appointment of its independent non-executive members, pursuant to Article 87 § 5 of Law 4548/2018.
- Granting the authorization to the members of the Company's Board of Directors and to the executives of the Company's Directorates, to participate in the Boards of Directors or Management of other affiliated companies according to the meaning of Article 32 of Law 4308/2014

10. Announcements

In the event that the quorum required by Law and the Company's Articles of Association for a valid resolution being taken on any item of the abovementioned Agenda on the above decided date of 16th of July 2020 is not achieved, a Repeat General Meeting will be held at **11:00 hours of Monday July 27th, 2020**, such meeting to be held at the headquarter of Hellenic Exchanges S.A. (Athinon Avenue 110, Athens).

It is noted that in the case of a 1st Repeat Annual General Meeting a new invitation will not be published, pursuant to article 130 § 2, sentence c' Law of 4548/2018.

A. Right To Participate And Vote In The General Meeting

Any shareholder of the Company has the right to participate and vote in the General Meeting, pursuant to what is stated more particularly in Law 4548/2018 and in this invitation. Each ordinary share is entitled to one (1) vote in the General Meeting.

Only a person appearing as a shareholder of the Company in the registry of the Dematerialized Securities System ("DSS"), managed by the "Hellenic Central Securities Depositary S.A." ("HCSD"), which, pursuant to article 124, par.6 of law 4548/2018 provides services of a Registry, at the beginning of the fifth (5th) day before the date of this meeting, which means **at the beginning of the 11th of July 2020 ("Record Date")** is entitled to participate and vote in the Annual General Meeting of the 16th July 2020.

The same above Record Date (**11/07/2020**) is applicable in case of the abovementioned 1st Repeat Annual General Meeting on the 27th July of 2020.

Proof of shareholding status is evidenced and certified based on information received by the Company directly through electronic connection with files of the relevant Institution and hence, the shareholder does not need to bring relevant written certification.

Concerning shareholders who are legal entities, they participate in General Meeting through their legal representors, whose names must be revealed to the Company in notice which is specified hereunder.

In case of non-compliance with the provisions of article 124 of law 4548/2018, the shareholders may participate at the General Meeting only after permission by the General Meeting.

Shareholders who, in violation of paragraph 4 of Article 128 of Law 4548/2018, did not submit in writing or by electronic means any appointment and / or revocation and / or replacement of a representative or representative in the Company forty eight (48) hours before the scheduled date of the meeting of the General Meeting, participate in the General Meeting, unless the General Meeting denies this participation for an material reason that justifies its refusal (§ 5 article 124 of law 4548/2018).

B. Procedure For Participating And Voting By Proxy

Shareholders may participate in the General Meeting either in person or by proxy. Each shareholder may appoint up to 3 proxy holders. However, if a shareholder has shares of the Company held in more than one securities account, the above limitation shall not prevent the shareholder from appointing a separate proxy holder for each of the securities account, in relation to a specific General Meeting. A proxy holder, acting on behalf of several shareholders, may cast votes differently in respect of shares held by each shareholder represented.

The power of attorney is freely revocable. Legal entities may participate in the General Meeting by appointing up to 3 individuals as proxy holders.

The shareholder can appoint a proxy holder either for a sole General Meeting or for any meetings taking place within a determined time period. The proxy holder votes in accordance with the shareholders' instructions, as long as they are in place and he is obliged to file the instructions on votes for at least one year after the date of the General Meeting. In case of a non-

compliance of the proxy with the instructions which has received, does not have effect on the validity of the General Meeting's resolutions, even in the event that the proxy's vote was determining for the establishing of the majority.

The proxy holder is obliged to disclose to the Company, before the commencement of the General Meeting, any event which might be useful to the shareholders in assessing the risk of the proxy holder pursuing any interest other than the interest of the represented shareholder. A conflict of interest within this context may in particular, arise where the proxy holder:

- (a) is a controlling shareholder of the Company, or is another entity controlled by such shareholder
- (b) is a member of the Board of Directors or of the management of the Company, or of a controlling shareholder or another legal entity or an entity controlled by the controlling shareholder
- (c) is an employee or an auditor of the Company, or of a controlling shareholder or a legal entity or an entity controlled by such shareholder
 - (d) is a spouse or relative (1st degree) with an individual referred to in points (a) to (c)

The appointment and the revocation or replacement of the appointment of a proxy holder shall be made in writing and by electronic means and shall be served to the Company at least 48 hours prior the date of the General Meeting.

The announcement of the appointment and the revocation or replacement of a proxy holder shall be made through electronic mail (e-mail) to the mail address office@admieholding.gr at least forty eight (48) hours before the date of the General Meeting (which means no later than the 14th July of 2020 and at 11:00).

Regarding the Annual General Meeting of the Company's Shareholders on the 16th July, 2020 and for the appointment of a proxy of a shareholder for their participation in this, the Company provides a form in paper form at the Company's Shareholder Service Directorate (89 Dyrrachiou & Kifisou Str., 104 43 Athens, telephone (+30) 210 3636936) and in electronic form

http://admieholding.gr/%ce%b3%ce%b5%ce%bd%ce%b9%ce%ba%ce%b5%cf%83%cf%83%cf%85%ce%bd%ce%b5%ce%bb%ce%b5%cf%85%cf%83%ce%b5%ce%b9%cf%83%ce%bc%ce%b5%cf%84%ce%bf%cf%87%cf%89%ce%bd/

The above form is submitted filled in and signed at least forty-eight (48) hours before the meeting (which means no later than 14th July of 2020 and at 11:00) or:

- (a) at the Company's Shareholder Service Directorate (89 Dyrrachiou & Kifisou Str., 104 43 Athens, telephone (+30) 210 3636936) by the shareholder himself by showing his identity card or another document from which his / her identity is derived or from the representative and / or a third party. In the latter case of the physical submission by a representative and / or a third party, the form of the authorization submitted must be signed by the shareholder with a view to the authenticity of his signature or his digital signature using a recognized digital signature.
- (b) via e-mail to the email address office@admieholding.gr. In this case, an attached form of the authorized power of attorney which is submitted must bear the signature of the shareholder whose authenticity must be certified or his digital signature using a recognized digital signature. The shareholder is required to take care of the confirmation of the successful sending of the form of appointment of a representative and its receipt by the Company by phone: +30 210 3636936 (Investor Relations Office).

C. Minority Shareholders Rights (article 121 § 4, sentence a) item (aa) in conjunction with §§§§ 2, 3, 6 & 7 of article 141 of Law 4548/2018.

a) Shareholders representing 1/20 of the paid-up share capital may request from the Board of Directors of the Company to include in the General Meeting Agenda additional items, provided that the relevant request is communicated to the Board at least 15 days before the General Meeting. The additional items must be published or disclosed under the responsibility of the Board of Directors under Article 122 of Law 4548/2018, at least seven (7) days before the General Meeting. The request for an additional item on the agenda must be accompanied by a justification or a draft resolution to be approved by the General Meeting. The revised agenda is made available in the same manner as the previous agenda, thirteen 13 days before the date of the General Meeting and at the same time, it is made available to the shareholders on the Company's website, together with the justification or the draft resolution that has been submitted by the shareholders in line with article 123 paragraph 4 of C.L. 4548/2018.

If these issues are not published, the applicant shareholders are entitled to request the postponement of the General Meeting, in accordance with paragraph 5 of Article 141 of Law 4548/2018 and to proceed with the publication themselves at the expense of the Company.

- **b)** Shareholders representing 1/20 of the paid-up share capital, have the right to submit draft decisions on items which have been included in the initial or revised agenda of the General Meeting. Such request must be furnished to the Board of Directors at least seven (7) days before the date of the General Meeting, and said draft decisions are made available to the shareholders according to the provisions of article 123 paragraph 3 of law 4548/2018 at least six (6) days before the general meeting.
- c) Following a request submitted to the Company by any shareholder at least five (5) full days prior to the general meeting, the board of directors is obliged to provide to the general meeting the requested specific information on the Company's affairs, to the extent that this may be useful for the assessment of the items on the agenda. The obligation to provide information does not apply in the event that the information requested is already available on the Company's website, especially in the form of questions and answers. Moreover, at the request of shareholders representing 1/20 of the paid-up share capital, the board of directors is obliged to announce to the ordinary general meeting the amounts that have been paid during the last two years to each member of the board of directors or to the Company's managers, as well as any benefits that were granted to them for any reason or on the basis of their contract with the Company. In all the above cases, the board of directors may refuse to provide such information for substantive ground, which is recorded in the minutes. Such a reason may be, in the circumstances, the representation of the requesting shareholders to the board, in accordance with articles 79 or 80 of law 4548/2018. In the cases of this paragraph, the board of directors may respond in a single application to shareholders with the same content.
- d) At the request of shareholders representing at least one tenth (1/10) of the paid-up capital which is submitted to the Company at least five (5) full days before the General Meeting, the board of directors is obliged to provide to the general meeting information on the course of the corporate affairs and assets of the Company. The board of directors may refuse to provide such information for substantive ground, which is recorded in the minutes. Such a reason might be, as the case may be, the representation of the applicant shareholders on the Board, in accordance with articles 79 or 80 of law 4548/2018, provided that the respective members of the board of directors have received relevant information sufficiently.
- e) The above minority rights may also be exercised by joint stock companies in their own name but on behalf of their members, if their members have the required number of shares for each of the rights exercised. The right of any shareholder may not be considered a minority right. The

association must have disclosed the valid incorporation and its Articles of Association to the Company whose shareholders are its members, one month before the exercise of the above rights. The declaration of the exercise of the right must state the names of the shareholders on

behalf of whom the right is exercised.

In any case, as mentioned above, when exercising the relevant right, the applicant

shareholders must prove their shareholding capacity and, except in the first case of the above

paragraph Cc), the number of shares held during the exercise of the right. The shareholding

capacity can be verified by any legal means and, in any case, based on information which the

Company receives by the "HELLENIC CENTRAL SECURITIES DEPOSITARY S.A." ("HCSD"), which is

the management body of the Dematerialized Securities System (DSS).

Detailed information on these minority rights and the terms of their exercise is also

available on the Company's website (www.admieholding.gr).

D. Available documents & information

The full text of the documents and the draft resolutions which are to be submitted to the General

Meeting, as well as the information of paragraphs 3 and 4 of article 123 of L. 4548/2018 are

available in paper form at the headquarters' offices of the Company at Investor Relations Office

(89 Dyrrachiou & Kifisou Str., 104 43 Athens, telephone (+30) 210 3636936, every day, with the

exception of Saturday and Sunday, 09:00 - 16:00) as well as in electric form on the company's

website (www.admieholding.gr).

Athens, 24.06.2020

By order of the Board of Directors

lason Rousopoulos

Chairman of the Board of Directors

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