



INVITATION
to the Extraordinary General Meeting of Shareholders of the Company under the trade name
KEKROPS HOTEL – TOURIST – CONSTRUCTION AND QUARRY SERVICES S.A.

GENERAL COMMERCIAL REGISTRY: 223301000
(ex Companies Reg. No. 13063/06/B/86/134)

Pursuant to Law and the Company's Articles of Association, following a decision of its Board of Directors dated .25.012021, the shareholders of the company incorporated as Kekrops Hotel – Tourist – Construction and Quarry Services S.A. are invited to attend an Extraordinary General Meeting on February 15th 2021 at 10:00 a.m. at the Company's headquarters located in Psychiko, at 6 Dafnis St., to discuss and decide upon the following items on the agenda.

Item on the agenda:

1. Election of a new Company's Board of Directors for a four year term and definition of its Independent Non-Executive Members
2. Resolution regarding the type of Audit Committee, the term, size and capacity of its Members as well as the appointment of its Members in case it is declared independent, in accordance with article 44 of Law 4449/2017, as in force

Where the quorum required by law to take a decision on the item on the agenda is not achieved, the 1st Repeat Extraordinary General Meeting which will also be held at the Company's headquarters at 6 Dafnis St., Psychiko, will convene on February 22 2021 at 10:00 a.m. at the same place without a new notice being published. The items on the agenda for any repeat meeting of the said Extraordinary General Meeting shall be those mentioned above.

A. Participation and voting rights

Any person who appears as a shareholder in the Dematerialised Securities System (DSS) files managed by Hellenic Central Securities Depository S.A. (ELKAT) (which is the central securities depository providing registry services within the meaning of Article 124(6) of Law 4548.2018) at the start of the 5th day before the date of the Extraordinary General Meeting, in other words on February,10 2021 (the Cut-Off Date) is entitled to participate in and vote at the Extraordinary General Meeting. Moreover, the same Cut-Off Date shall also apply in the case of any postponed General Meeting provided that the postponed meeting shall not be earlier than 30 days prior to the Cut-Off Date. If the postponed General Meeting is earlier than 30 days prior to the Cut-Off Date, any person who is a shareholder in accordance with those mentioned above at the start of the 3rd day before the date of the postponed General Meeting shall be entitled to participate in and vote (Article 124(6) of Law 4548/2018). Proof of shareholder status may be provided in any lawful manner and in all events based on a notice received by the Company from the central securities depository held by HELEX. It should be noted that the exercise of the said rights

(participation and voting) does not presuppose that the beneficiary's shares are blocked or that any other similar procedure which restricts the capacity to sell and transfer them during the period from the Cut-Off Date to the date of the General Meeting is followed.

Only persons who are shareholders on the relevant Cut-Off Date shall be deemed by the Company to be entitled to participate in and vote at the General Meeting. Where the deadline in Article 128(4) of Law 4548/2018 is not complied with, in other words where the Shareholder did not submit in writing any appointment of representative or proxy to the Company at least 48 hours before the date set for the Meeting, the General Meeting shall be entitled to refuse to allow them to participate on a serious ground provided it justifies its refusal.

Each share comes with a right to one vote.

B. MINORITY SHAREHOLDER RIGHTS

A. On a request from shareholders representing 1/20 of the paid-up share capital the Board of Directors shall be obliged to enter additional items in the agenda of the General Meeting which has already been called if that request arrives with the Board of Directors at least fifteen (15) days before the General Meeting, in other words no later than 31.01.2021. The additional items shall be published or notified by the Board of Directors in line with Article 122 at least seven (7) days before the General Meeting, in other words no later than 08.02.2021. The request to add items to the agenda must be accompanied by reasons or by a draft of the decision to be approved by the General Meeting and the revised agenda will be published in the same way as the previous agenda thirteen (13) days before the date of the General Meeting (namely no later than 02.02.2021) and at the same time will be made available to shareholders on the Company's website, along with the reasoning or draft decision submitted by the shareholders in accordance with the provisions of Article 123(4). If these items are not published the applicant shareholders are entitled to request postponement of the General Meeting in line with Article 141(5) of Law 4548/2018 and to publish them themselves in line with the provisions of the previous indent at the Company's expense.

B. Shareholders representing 1/20 of the paid-up share capital are entitled to submit draft decisions on items included in the original or any revised version of the agenda for the General Meeting. The request must arrive with the Board of Directors at least seven (7) days before the date of the General Meeting, in other words no later than 08.02.2021, and the draft decisions must be made available to shareholders in accordance with the provisions of Article 123(3) of Law 4548/2018 at least six (6) days before the date of the General Meeting, in other words no later than 09.02.2021.

C. On a request from any shareholder submitted to the company at least five (5) whole days before the General Meeting, in other words no later than 09.02.2021, the Board of Directors shall be obliged to provide the General Meeting with the specific information requested about Company affairs to the extent that it is relevant to the items on the agenda. The obligation to provide information does not exist when the information requested is already available on the Company's website, especially in the form of questions and answers. Moreover, on a request from shareholders representing 1/20 of the paid-up share capital, the Board of Directors is obliged to inform the Ordinary General Meeting only of the amounts

paid over the last two years to each member of the Board of Directors or managers of the Company and all benefits given to those persons on any ground or under any contract between them and the Company. In all the above cases the Board of Directors is entitled to refuse to provide such information on a serious, substantive ground which is cited in the minutes. Such grounds may, under the circumstances, be representation of the applicant shareholders on the Board of Directors in accordance with Articles 79 or 80 of Law 4548/2018, as in force. In the cases this paragraph refers to, the Board of Directors may give the same reply to shareholder requests with the same content.

D. On a request from shareholders representing 1/10 of the paid up share capital submitted to the company at last 5 whole days before the General Meeting, namely no later than 09.02.2021, the Board of Directors shall be obliged to provide the General Meeting with information about the progress of company affairs and its asset status. The Board of Directors is entitled to refuse to provide such information on a serious, substantive ground which is cited in the minutes. Such ground may, under the circumstances, be representation of the applicant shareholders on the Board of Directors in line with Articles 79 or 80 of Law 4548/2018, where the relevant members of the Board of Directors have taken adequate cognisance of these matters.

In all the above cases, the applicant shareholders shall prove that they are shareholders and, apart from the cases in the first subparagraph of paragraph C, the number of shares they hold when exercising their right. Proof of shareholder status may be provided using all lawful means and in all events based on a notice received by the Company from Hellenic Central Securities Depository S.A. which manages the Dematerialised Securities System which is the register held by the central securities depository within the meaning of Article 40(5) of Law 4548/2018.

Corresponding deadlines for the exercise of minority shareholder rights also apply in the case of Repeat General Meetings.

Detailed information about the minority rights of shareholders and the individual terms and conditions under which they can be exercised is available on the Company's website (www.kekrops.gr).

C. PROCEDURE FOR PARTICIPATION AND VOTING VIA A PROXY

The Company's Shareholder may participate in the General Meeting either in person or via proxies. A shareholder may appoint up to 3 proxies. Legal entities shall participate in General Meetings by appointing up to three natural persons as their representatives. However, if a shareholder has Company shares which appear in more than one securities account, this restriction does not prevent the said shareholder from appointing different proxies for the shares appearing in each securities account in relation to the General Meeting. The granting of such power of proxy may be freely revoked. A proxy acting for several shareholders may vote differently for each shareholder.

Shareholders may appoint a proxy for one or more General Meetings and for a specific period of time. The proxy shall vote in accordance with the shareholder's instructions, if there are any. Failure by the proxy to comply with the voting instructions provided does not affect the validity of the decisions of the General Meeting even if the vote of the proxy was decisive for achieving a majority.

Prior to the beginning of the General Meeting, the shareholder's proxy is obliged to notify to the Company every specific fact that may be useful for the shareholders to evaluate the risk of having the proxy serve other interests than those of the represented shareholder. For the purposes of this paragraph, a conflict of interests may arise, especially when the proxy:

- a) is a shareholder exercising control over the Company or is another legal person or entity controlled by such shareholder;
- b) is a member of the Board of Directors or the overall management body of the Company or shareholder exercising control over the Company or other legal person or entity controlled by a shareholder exercising control over the Company;
- c) is an employee or certified public accountant of the Company or a shareholder who controls the Company, or another legal person or entity controlled by the shareholder who controls the Company;
- d) is the spouse or first-degree relative to any of the natural persons set out in cases (a) to (c) above.

Shareholder proxies shall be appointed and removed in writing, notified to the Company in the same manner no later than before the General Meeting.

The Company has made the form used to appoint a proxy available on its website (www.kekrops.gr). This form must be submitted duly filled out and signed by the Shareholder to the Company's Shareholder Relations Department at the Company's registered offices at 6 Dafnis St., Paleo Psychiko, or be sent by fax to 210 6714146 at least 48 hours before the date of the General Meeting. Shareholders are required to check that the form appointing proxies has been successfully sent and has been received by the Company by calling 210 6712071.

D. The Company's Articles of Association do not provide for the possibility of shareholders participating in the General Meeting by electronic means, without being physically present at the place where the meeting is held, or the possibility of voting remotely either by electronic means or by correspondence, or the possibility of appointing and revoking a proxy by electronic means. In the context of preventative measures to limit the spread of COVID-19, and to protect shareholders, employees and the public in general, and to ensure the continuity of its business operations, the Company encourages shareholders not to participate in the General Meeting in person and would point out that it is possible to participate in it via a proxy who will vote in accordance with written instructions given by the shareholder. In order to limit the number of persons who will attend the Meeting to a strict minimum, the Company has designated specific persons from among its employees who shareholders may authorise to represent them and vote for them at the Meeting in accordance with the procedure laid down in this notice. All shareholders wishing to make use of this option are asked to contact the Company's Shareholder Relations Department on (+30) 210 6712071. Third parties other than shareholders and their proxies shall not be permitted to enter the venue where the Meeting is being held. The Company continues to operate responsibly, is monitoring developments and guidelines from the authorities, and urges shareholders to monitor its website about any subsequent announcements concerning the forthcoming Extraordinary General Meeting.

E. AVAILABLE INFORMATION AND DOCUMENTS



The information referred to in Article 123(3) and (4) of Law 4548/2018 and in particular the notice convening the General Meeting, the total number of shares and voting rights which the shares incorporate on the date of the notice, the forms to be used to vote via a proxy, the forms to be submitted to the General Meeting, the draft decisions on each item on the proposed agenda, and information about the exercise of minority rights under Article 141 of Law 4548/2018 shall be made available in hard copy at the Company's registered offices at 6 Dafnis St., Paleo Psychiko) by the Shareholder Relations Department and in electronic format on the Company's website (www.kekrops.gr).

Psychiko, 25.01.2021

THE BOARD OF DIRECTORS