

Paiania 26-06-2017

**Subject: "Announcement of the Resolutions of the Shareholders' Ordinary General Meeting of the Company under the name INTRACOM CONSTRUCTIONS SOCIETE ANONYME TECHNICAL AND STEEL CONSTRUCTIONS and the distinctive title INTRAKAT, held on 26<sup>th</sup> June, 2017."**

The Company "**INTRACOM CONSTRUCTIONS SOCIETE ANONYME TECHNICAL AND STEEL CONSTRUCTIONS**" (d.t. **INTRAKAT**), in the context of its obligations arisen from article 4.1.3.3 of the Athens Stock Exchange Regulation, informs the investors that on the **26th of June, 2017**, at 10.00 a.m. hours, its Shareholders' Ordinary General Meeting was held in the Municipality of Paiania, Attica (19th km Markopoulou Ave, Building B7, Amphitheatre), according to the Board of Directors' invitation, dated on 1th of June, 2017.

The Meeting was attended by twelve (12) shareholders, who were present either in person or by proxy, representing **17,477,473** shares and votes, out of a total of **23,154,250** company shares, i.e. a percentage of **75.48%** of the Company's paid share capital. Upon attaining the quorum and majority provided for by the law and the Company's Articles of Association, all agenda items were voted as follows:

#### **AGENDA ITEMS**

**1) "Submission for approval of the Company and the Group Financial Statements, prepared under the International Financial Reporting Standards (IFRS) for the fiscal year 01.01.2016 to 31.12.2016, following the hearing of the related Management Report and Chartered Accountants - Auditors' Report".**

Minimum required quorum: 20% of the paid-up share capital of the Company  
Attained quorum: **75.48%** of the paid-up share capital of the Company.

The Financial Statements of the Company and the Group, prepared according to the International Financial Reporting Standards (IFRS) for the fiscal year 01.01.2016 to 31.12.2016, together with the Management Report and the Chartered Accountants – Auditors' Report, were submitted by the BoD and approved by the attending shareholders.

Aforementioned Financial Statements and Management Report and the Chartered Accountant-Auditor's Report, have been sent to the ATHEX for publication on its website since 25.04.2017 and have been posted on the Company's website since 26.04.2017,, while have also been distributed and are at the disposal of the shareholders at the Company's offices.

Number of shares for which valid votes were cast: **17,477,473**

Percentage of the represented share capital: 100%

Valid votes: **17,477,473**

Voting and rates over valid votes:

In favor: **17,477,473** (100%), Against: **0** (0.00%), Blank votes / abstention: **0** (0.00%)

**2) "Release of Directors and Chartered Accountants – Auditors from any liability for the management of the Company and the Company and the Group Financial Statements for the fiscal year under consideration (01.01.2016 – 31.12.2016)."**

Minimum required quorum: 20% of the paid-up share capital of the Company.

Attained quorum: **75.48%** of the paid-up share capital of the Company.

The attending shareholders approved the release of Directors and Chartered Accountants – Auditors from any liability for the management of the Company and the Company and the Group Financial Statements for the fiscal year 01.01.2016 to 31.12.2016.

Number of shares for which valid votes were cast: **17,477,473**

Percentage of the represented share capital: 100%

Valid votes: **17,477,473**

Voting and rates over valid votes:

In favor: **17,477,473** (100%), Against: **0** (0.00%), Blank votes / abstention: **0** (0.00%)

**3) "Election of regular and alternate Chartered Accountants – Auditors for the auditing of the Company's and the Group's Financial Statements, for the fiscal year 01.01.2017 to 31.12.2017 and determination of their remuneration."**

Minimum required quorum: 20% of the paid-up share capital of the Company.

Attained quorum: **75.48%** of the paid-up share capital of the Company.

The attending shareholders re-elected the S.A. Chartered Auditor Company named "SOL S.A. CHARTERED AUDITORS" for the auditing of the Company and the Group Financial Statements for the fiscal year 01.01.2017 to 31.12.2017 with a remuneration in accordance with the relevant offer of the above Company to the Board of Directors, which has been approved by the Audit Committee, and in particular its following Members :

A) Mrs Zoe Sofou, with R.N. SOEL: 14701 and VAT 030648792, as Regular Chartered Auditor, and

B) Ms. Anna Gkini, with R.N. SOEL: 34471 and VAT 047887494, as Alternate Chartered Auditor.

Number of shares for which valid votes were cast: **17,477,473**

Percentage of the represented share capital: 100%

Valid votes: **17,477,473**

Voting and rates over valid votes:

In favor: **17,477,473** (100%), Against: **0** (0.00%), Blank votes / abstention: **0** (0.00%).

**4) "Approval of the appropriation of the Company's financial results of fiscal year 01.01.2016 to 31.12.2016."**

Minimum required quorum: 70% of the paid-up share capital of the Company

Attained quorum: **75.48%** of the paid-up share capital of the Company.

The attending shareholders approved the non distribution of any dividend for the fiscal year 01.01.2016 to 31.12.2016 and decided to carry forward the period's financial results.

Number of shares for which valid votes were cast: **17,477,473**

Percentage of the represented share capital: 100%

Valid votes: **17,477,473**

Voting and rates over valid votes:

In favor: **17,477,473** (100%), Against: **0** (0.00%), Blank votes / abstention: **0** (0.00%)

**5) "Approval of compensations granted to Directors during the previous year and preliminary approval of remunerations and compensations to Directors for 2016, under article 24 of Codified Law 2190/1920 and article 5 of Law 3016/2002."**

Minimum required quorum: 20% of the paid-up share capital of the Company.

Attained quorum: **75.48%** of the paid-up share capital of the Company.

The attending shareholders approved the amount of € 221,955.68, which was finally paid to BoD Members, as compensation for the time they spent in BoD meetings during the year 2016 and the fulfillment of their tasks in general, according to the provisions of the articles 24 of C.L. 2190/1920 and 5 of Law 3016/2002, as currently in force, which had already been pre-approved by the Ordinary General Meeting of the last year.

Furthermore, the attending shareholders pre-approved the granting of 200,000.00 Euros as compensation to Directors, for the time they shall spend in BoD meetings during 2017 and the fulfillment of their tasks in general, according to the provisions of the aforementioned law, as currently in force.

Number of shares for which valid votes were cast: **17,477,473**

Percentage of the represented share capital: 100%

Valid votes: **17,477,473**

Voting and rates over valid votes:

In favor: **17,477,473** (100%), Against: **0** (0.00%), Blank votes / abstention: 0 (0.00%).

**6) "Approval of contract conclusion, in application of article 23a of the Codified Law 2190/1920, as currently in force."**

Minimum required quorum: 20% of the paid-up share capital of the Company.

Attained quorum: **75.48%** of the paid-up share capital of the Company.

The attending shareholders approved and validated by granting a special permit, according to article 23a of CL. 2190/1920 as currently in force :

1) The Modifications and the new Employment Contracts, contracts for the provision of independent services and degree proving contracts, between the Company and the Members of the BoD and in particular with Mr Petros Souretis, Company' s CEO , Mr Dimitrios Pappas, Company's Director and Business Development Manager & General Manager Constructions and Infrastructure and Mr Charalampos Kallis, Company's General Manager of Steel Structures, Telecom and Energy Projects .

2) The contracts for the acquisition by the Company of additional holding interests on subsidiaries in which has already participated and in particular : The, dated 16.4.2016 acquisition agreement of 3,026,400 registered shares of the Company "EUROKAT ATE" by the Company "IKAT-PRISMA SA", in order for the Company to own 100% of the shares of the Company "EUROKAT SA", the, dated 21.07.2016 acquisition agreement of 3,600 registered shares of the affiliated company "AK ENERGIAKI AE", which holds 50% of the shares of the Company "K-WIND KITHARONAS SA", and the, dated 26.08.2016 acquisition agreement of 12.572 registered shares of the Company "EUROAK AE REAL ESTATE" by the company "INTRAPAR SA" in the context of its activity in the property market .

3) The Credits (liquidity facilities) and the guarantees provided by the Company to and in favor of its subsidiaries and affiliates of article 42e of C.L. 2190/1920, as well as to and in favor of joint ventures and the Societies Associations, in which participates the Company and/or its affiliated companies, and generally to approve all transactions, contracts, guarantees, etc..

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Percentage of the represented share capital: 100%

Valid votes: **17,477,473**

Voting and rates over valid votes:

In favor: **17,477,473** (100%), Against: **0** (0.00%), Blank votes / abstention: 0 (0.00%).

**7) "Permission to the Members of Board of Directors and to the Company's Directors, under article 23, par. 1 of C.L.2190/1920, as currently in force ."**

Minimum required quorum: 20% of the paid-up share capital of the Company.

Attained quorum: **75.48%** of the paid-up share capital of the Company.

The attending shareholders granted a permission, according to article 23 par. 1 of C.L. 2190/1920, to the Members of Board of Directors and Company's Directors to take, either on their own account or on the account of third parties, actions that are considered to fall within any of the Company's objectives as well as to participate as general partners in partnerships pursuing similar objectives and participate in the share capital and/or the Board of Directors of affiliated undertakings of the Company, in the meaning of article 42 par. e of C.L.2190/1920.

Number of shares for which valid votes were cast: **17,477,473**

Percentage of the represented share capital: 100%

Valid votes: **17,477,473**

Voting and rates over valid votes:

In favor: **17,477,473** (100%), Against: **0** (0.00%), Blank votes / abstention: **0** (0.00%)

**8) "Reaching a decision to increase the share capital of the Company by capitalizing obligations and the issuance of new Common Registered shares, by abolishing the pre-emptive right of the old shareholders in favor of the creditor whose claims will be capitalized, ie in favor of the main shareholder Intracom Holdings. Corresponding amendment of article 5 of the Company's Articles of Incorporation, pertaining to its share capital ."**

Minimum required quorum: 66.66% of the paid-up share capital of the Company.  
Attained quorum: **75.48%** of the paid-up share capital of the Company.

The attending shareholders approved :

a) the increase of the share capital of the Company by an amount of € 3,051,000.88 , by capitalizing part of its liabilities to the creditor and its principal shareholder, Intracom Holdings and the issuance of 2,243,383 new common registered shares, of nominal value € 1.36 each, and the issue price of each share, as defined in the above item. b, by abolishing the pre-emption right of the old shareholders in favor of the aforementioned Creditor, whose claims will be capitalized

b) the proposed by the Board of Directors offer price of the new shares which has been set at a nominal value of the share of € 1.36 per share, which is considered fair and in the interest of both the Company and its shareholders,

c) the corresponding amendment of article 5 of the Articles of Association of the Company on share capital, according to the above, and

d) the authorization of Members of the Company's Board of Directors and its executives to take all necessary steps to implement the above resolution, even if not specifically mentioned, including the issue and commencement of trading of the new shares in the Athens Stock Exchange.

With the above-mentioned increase, the Company will equally reduce its obligations to the creditor and principal shareholder Intracom Holdings, without the disbursement of any amount, a fact which will contribute positively to the financial structure of the Company and in enhancing further its capital adequacy. The Company's share capital after the completion of this increase will amount to € 34,540,780.88 and will be divided into 25,397,633 common registered voting shares of nominal value € 1.36 each.

For this specific item of the Agenda, the Board of Directors has drafted and made available to the attending Shareholders a relevant Report, which has been published on both the Company and ATHEX websites.

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Percentage of the represented share capital: 100%

Valid votes: **17,477,473**

Voting and rates over valid votes:

In favor: **17,477,473** (100%), Against: **0** (0.00%), Blank votes / abstention: **0** (0.00%)

**9) "Reaching a decision on a) the increase of the nominal value of each Common Registered share of the Company with simultaneous consolidation and reduction of the total number of shares (reverse split); and b) reduction of the Company's share capital by reduction of the nominal value of each Common Registered voting Share, without altering the number of such shares, with a view to the forming a reserve of equal amount according to article 4 para. 4a of C.L. 2190/20. Corresponding amendment of article 5 of the Company's Articles of Incorporation, pertaining to its share capital. Provision of relevant authorizations."**

Minimum required quorum: 66.66% of the paid-up share capital of the Company.  
Attained quorum: **75.48%** of the paid-up share capital of the Company.

**The discussion and decision on this matter shall take place during the next (1st Repeat) General Meeting, according to the Invitation dated on 1th of June, 2017, which will be held on Friday, July 7th, 2017, at 10 A.M., in the same venue, without the publication of a new**



invitation, which is necessary **for procedural reasons** and in particular, in order to complete the procedure, on the 8th item of Agenda, of decided Company' s share capital increase by capitalizing part of the obligations in favor of the principal shareholder and to issue the relevant approval decision by the competent authority.

Number of shares for which valid votes were cast: **17,477,473**

Percentage of the represented share capital: 100%

Valid votes: **17,477,473**

Voting and rates over valid votes:

In favor: **17,477,473** (100%), Against: **0** (0.00%), Blank votes / abstention: **0** (0.00%)

**10) "Reaching a decision to increase the share capital of the Company by cash payment and issue of new shares, with pre-emptive rights in favor of the old shareholders, without prejudice to article 13a of C.L. 2190/1920. Corresponding amendment of article 5 of the Company's Articles of Incorporation, pertaining to its share capital."**

Minimum required quorum: 66.66% of the paid-up share capital of the Company.

Attained quorum: **75.48%** of the paid-up share capital of the Company.

**The discussion and decision on this matter shall take place during the next (1st Repeat) General Meeting**, according to the Invitation dated on 1th of June, 2017, which will be held on **Friday, July 7th, 2017, at 10 A.M.**, in the same venue, without the publication of a new invitation, which is necessary **for procedural reasons** and in particular, in order to complete the procedure, on the 8th item of Agenda, of decided Company' s share capital increase by capitalizing part of the obligations in favor of the principal shareholder and to issue the relevant approval decision by the competent authority.

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In favor: **17,477,473** (100%), Against: **0** (0.00%), Blank votes / abstention: **0** (0.00%)

**11) "Authorizing the Company's Board of Directors to manage all matters relating to the preparation of the Prospectus, to obtain permits and approvals by the Capital Market Commission, the Athens Stock Exchange and other supervisory and regulatory authorities. In addition, authorizing the Board of Directors to formulate individual terms of the share capital increase, including the selling price (per article 13 para. 6 of C. L. 2190/1920) and the admission to trading of the new Shares in the Athens Stock Exchange, as well as any issues related to the above."**

Minimum required quorum: 66.66% of the paid-up share capital of the Company.

Attained quorum: **75.48%** of the paid-up share capital of the Company.

**The discussion and decision on this matter shall take place during the next (1st Repeat) General Meeting**, according to the Invitation dated on 1th of June, 2017, which will be held on **Friday, July 7th, 2017, at 10 A.M.**, in the same venue, without the publication of a new invitation, which is necessary **for procedural reasons** and in particular, in order to complete the procedure, on the 8th item of Agenda, of decided Company' s share capital increase by capitalizing part of the obligations in favor of the principal shareholder and to issue the relevant approval decision by the competent authority.

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**12) "Miscellaneous announcements."**



No announcement was made .