



Thessaloniki Port Authority S.A.

2 February 2021

Announcement of regulated information according to L.3556/2007 Notification of significant agreement under approval

“Thessaloniki Port Authority S.A.” (“ThPA S.A.”), in accordance with L.3556/2007, informs about the notification received on 1/2/2021 from its shareholder “SOUTH EUROPE GATEWAY THESSALONIKI-SEGT Ltd.” (SEGT), regarding the company “Belterra Investments Ltd.” (Belterra) based in Cyprus, which, based on the Share Purchase Agreement (SPA) as of 1/2/2021, agreed to purchase, *pending approval from the Hellenic Competition Commission*, from the Seller company “Helanor Holdings Ltd.” (Helanor), based in Cyprus, 70% of the shares of “Melbery Investments Ltd.” (Melbery), based in Cyprus.

It is clarified that under the current SPA, no transfer of shares is realized. Provided that the *Hellenic Competition Commission* will approve the SPA, the transfer of shares will *then* be realized. Melbery holds 66,67% of the shares of SEGT, based in Cyprus, which holds 67% of the shares of the ASE (Athens Stock Exchange) listed ThPA S.A.

Prior the above Agreement (SPA), Buyer Belterra holds *without any change* from 23/3/2018, the date of privatization of ThPA S.A., until today, 30% of the shares of Melbery, which holds *without any change from 23/3/2018* until today, 66,67% of SEGT, which holds *without any change from 23/3/2018* until today, 67% of the shares of the listed ThPA S.A.

“Terminal Link Grèce SAS” (which is owned 100% by “Terminal Link SAS”) holds *without any change from 23/3/2018* until today, the rest 33,33% of the shares of SEGT.

Buyer Belterra, Seller Helanor and Melbery do not hold *directly* or held *directly* in the past, shares of ThPA S.A.

In the event of approval of the Agreement (SPA) from the *Hellenic Competition Commission*, the Buyer Belterra will be rendered the sole shareholder of Melbery (will own 100% of the shares of Melbery) and will be rendered simultaneously the majority shareholder of SEGT with direct percentage 66,67% (does not hold indirectly shares in SEGT). It is clarified also that Belterra has controlling ultimate beneficial owner Mr. Niko Savvidi.

In order to obtain additional information for the shareholders of ThPA S.A. and the market participants, the Management of ThPA S.A. received clarifications regarding the above Agreement. Particularly, Seller Helanor and its shareholders, “Deutsche Invest Equity Partners GmbH” (DIEP) and “Transconnect AG”, decided to disinvest from Melbery and consequently from ThPA S.A., considering the overall conditions in the European and the global investment environment, based on their investment policy. Buyer Belterra proceeded to the decision to purchase the above shares *pending the above approval*, in accordance with its consistent investment policy to expand in specific sectors in Greece, among them in Port management.
