

16.6.2011

Announcement – Resolutions of the Ordinary General Meeting of Shareholders

"MARFIN INVESTMENT GROUP HOLDINGS S.A." hereby announces that the Company's Ordinary General Meeting of Shareholders was held on 15.6.2011 and attended in person or by proxy by 220 shareholders who represented 420,716,519 shares, i.e. 54.615 % of the Company's share capital. During the General Meeting the items on the Agenda were discussed and resolved as follows:

Item 1: Submission and approval of the Individual and Consolidated Annual Financial Statements of the fiscal year 2010 and relevant Reports of the Board of Directors and Chartered Accountants-Auditors.) – It was resolved that the Individual and Consolidated Annual Financial Statements of fiscal year 2010, and the relevant Reports of the Board of Directors and Chartered Accountants-Auditors be approved.

For: 420.716.519 votes, i.e. percentage 100% of the represented share capital.

Against : 0 votes.

Abstinance: 0

Item 2: Discharge of Board members and of Chartered Accountants – Auditors from any liability for indemnity in respect of the affairs of fiscal year 2010. – It was resolved that the Board members and Chartered Accountants-Auditors be discharged from any liability for indemnity in respect of the company's affairs in fiscal year 2010.

For: 420.696.519 votes, i.e. percentage 99.995% of the represented share capital.

Against: 20.000 votes, i.e. percentage 0.005% of the represented share capital.

Abstinance : 0

Item 3: Election of Chartered Accountants - Auditors for fiscal year 2011. – As ordinary auditors of the Company for the fiscal year 2011 were appointed Mr. Manolis Mihalios and Mr. Vaseilios Kazas and as substitute auditors were appointed Mr. Sotirios Konstantinou and Mr. Ioannis Leos of Grant Thornton S.A.

For: 374,232,509 votes, i.e. percentage 88.95% of the represented share capital.

Against: 45,974,056 votes, i.e. percentage 10.93% of the represented share capital.

Abstinance: 509,954, i.e. percentage 0.12% of the represented share capital.

Item 4: Submission and approval of the Nomination and Remuneration Committee's Report of Activities to the Ordinary General Assembly of the Shareholders–The Nomination and Remuneration Committee's Report of Activities was approved.

For: 403,402,941 votes, i.e. percentage 95.885% of the represented share capital.

Against: 7,514,633 votes, i.e. percentage 1.786% of the represented share capital.

Abstinance: 9,798,945, i.e. percentage 2.329% of the represented share capital.

Item 5: Approval of the election of new Board members in replacement of resigned members. – The General Meeting approved the appointment of Mr. Giannos Mihailidis as new Board member of the Company in replacement of the resigned member Mr. Hesham Abdulla Al Qassim, as decided by the Board of Directors at its meeting of 28.7.2010 as well as the the election of Messrs. Georgios Lassados and Ioannis Artinos in replacement of the resigned Members Messrs. Kostas Grammenos and Georgios Lassados, respectively, as decided by the Board of Directors at its meeting of 24.5.2011.

For: 403,501,313 votes, i.e. percentage 95.91% of the represented share capital.

Against: 17,215,206 votes, i.e. percentage 4.09% of the represented share capital.

Abstinance : 0

Item 6: Approval of contracts and remunerations in accordance with articles 23a and 24 of the codified law 2190/1920. – The remunerations paid to members of the Board during the previous fiscal year were approved in accordance with the provisions of article 24 para. 2 of codified law 2190/1920, as in force. Furthermore, remunerations to Board members for services to be provided in the current fiscal year were unanimously approved in advance.

For: 420,716,519 votes, i.e. percentage 100% of the represented share capital.

Against: 0 votes.

Abstinance: 0

Item 7: Acquisition of own shares in accordance with article 16 para. 1 and 2 of codified law 2190/1920 – The acquisition of own shares was resolved in accordance with article 16 paras. 1 and 2 of codified law 2190/1920, as in force, the nominal values of which shall not exceed one tenth (1/10) of the paid-up share capital, i.e. the acquisition of up to 77,032,818 own shares with a minimum acquisition price of one cent of euro (0,01 €) per share and maximum acquisition price of ten (10 €) euros per share within a one-year (1) period from the date of adoption of said decision by the General Meeting.

For: 420,714,354 votes, i.e. percentage 99.9995% of the represented share capital. Against: 2,165 votes, i.e. percentage 0.0005% of the represented share capital.

Abstinance: 0

Item 8: Harmonization of the Articles of Association of the Company with the provisions of codified law 2190/1920 (on societe anonymes and other provisions) as is in force after its modification according to Law 3884/2010. Specifically amendments of articles 8 (Minority Rights - Minority Rights -Extraordinary Audit), 11 (Notice–Agenda of the General Meeting), 12 (Deposition of shares–Representation), 13 (List of shareholders entitled to vote), 14 (Simple quorum and majority of the General Meeting), 15 (Extraordinary quorum and majority of the General Meeting), 17 (Agenda -Minutes) and 18 (Discharge of the Members of the Board of Directors and of the Auditors) and any other relevant provision of the Articles of Association of the Company. –The amendments of the above mentioned articles of the Articles of Association of the Company were resolved, as presented by the Board of Directors to the General Meeting.

For: 409,980,816 votes, i.e. percentage 97.45% of the represented share capital.

Against: 936,758 votes, i.e. percentage 0.22% of the represented share capital. Abstinance: 9,798,945, i.e. percentage 2.33% of the represented share capital.

Item 9: Amendment of the terms of the Stock Option Plan which was incorporated pursuant to the resolution of the 2nd Reiterative Extraordinary General Meeting of the Shareholders of the Company, adopted on 3.9.2007, according to the provisions of the article 13 paragraph 13 of the codified law 2190/1920, as amended pursuant to the resolution of the 1st Reiterative Ordinary General Meeting of the Shareholders of the Company, adopted on 9.6.2009 or/and elaboration of new programmes of reward of the members of the Board of Directors and of the personnel for services provided by them in the form of shares. Granting relevant authorizations to the Board of Directors of the Company. –The immediate cancellation of the existent Stock Option Plan was decided, which was incorporated pursuant to the resolution of the 2nd Reiterative Extraordinary General Meeting of the Shareholders held on 3.9.2007, according to the provisions of the article 13 para. 13 of the codified law 2190/1920, as amended pursuant to the resolution of the 1st Reiterative Ordinary General Meeting of the Shareholders of the Company held on 9.6.2009. Furthermore, the adoption of a new Stock Option Plan in favor of members of the Board of Directors and senior officers of the Company as well as of its affiliated companies, in which are also included persons providing services to those companies in a solid basis, was decided. In particular, the rights shall concern shares which shall result from a share capital increase of the Company and the nominal value of which shall amount to the 1/10 of the paid-up capital at the date of the General Meeting, i.e. 77.032.818 shares of nominal value 41,597,721.72 euros. Having taken into account the fiscal charge of the rights with coefficient 45% and furthermore the obligation of the tax payment during the exercise of the rights, which leads to the tax payment even in case that the acquired shares are not sold but are

reserved, the disposal price was defined at 1.00 euro per share. The disposal price of the shares may be readjusted in case of corporate events. The duration of the programme has been set at 5 years starting from the date of the adoption of the present resolutions. The Board of Directors has been authorized to define the specific terms of the programme and to regulate any other relevant issue in the context of the resolution of the General Meeting and of the legislation in force.

For: 374,232,509 votes, i.e. percentage 88.95% of the represented share capital.

Against: 45,974,056 votes, i.e. percentage 10.93% of the represented share capital.

Abstinance: 509,954, i.e. percentage 0.12% of the represented share capital.

Item 10: Updating the General Meeting regarding the terms of the Convertible Bond Loan of the Company, adopted by the Board of Directors on 13.10.2009, according to articles 3a in conjunction with article 13 of codified law 2190/1920 and 1 of the Law 3156/2003 and article 5 paragraph 2 of the Articles of Incorporation of the Company, as in force, and verification thereof. – The General Meeting confirmed the conversion price and ratio of the Convertible Bond Loan of the Company, which was decided by the Board of Directors at its meeting of 13.10.2009, in accordance with the current legislation and the Articles of Association of the Company, as adjusted due to corporate acts or events into 1.7071397241 Euro (from 1,8876 which was initially defined) and 2.7941473874 (from 2.5270184361 which was initially defined) respectively, in order to keep intact the rights of the Bondholders.

For: 374,134,137 votes, i.e. percentage 88.93% of the represented share capital.

Against: 45,974,056 votes, i.e. percentage 10.93% of the represented share capital.

Abstinance: 608,326, i.e. percentage 0.14% of the represented share capital.

Item 11: Issuance of a new Convertible Bond Loan, provision for pre-emption rights in favor of the existent shareholders. Listing the Convertible Bond Loan on ATHEX. Authorization of the Board of Directors to regulate the terms of the Convertible Bond Loan, the issuance of the Programme, the conclusion of the agreement with the Representative and in general the execution of any action required for the completion of the issuance. –The issuance of a new Convertible Bond Loan (hereinafter “CBL”) of the Company was decided, in accordance with the current legislation, up to the amount of 660,281,301.00 Euros with the issuance of up to 660,281,301 bonds of nominal value of each one Euro (€1.00) convertible into shares issued by the Company. The range of the conversion price has been defined between fifty four cents (€0.54) and two Euros (€2.00). The issuance will be done with pre-emption rights in favor of existent shareholders with regard to the total number of the bonds to be issued with a ratio of six (6) bonds per every seven (7) existent common shares of the Company. Furthermore, the listing of the CBL on ATHEX was resolved and it has been determined that the bond holders may request the conversion of the bonds into shares of the Company after the expiration of three (3) months after the issuance of the CBL and on a quarterly basis throughout the duration of the loan. The conversion right will be exercised by the bondholders the latest three (3) working days prior to the Conversion Date according to current legislation and the practice followed by ATHEX. Finally, the granting of authorization to the Board of Directors was decided in order to specify and supplement the terms of the CBL, proceed with the issuance of the Programme and in general to the conduction of any action required for the completion of the issuance of the CBL, including any modification of the terms of the CBL on one hand and regulates the issues concerning the granting of the permits and approvals by the Hellenic Capital Market Commission and the Athens Stock Exchange, the listing of the CBL on ATHEX and any relevant issue on the other hand.

For: 375,988,317 votes, i.e. percentage 89.37% of the represented share capital.

Against: 44,728,202 votes, i.e. percentage 10.63% of the represented share capital.

Abstinance: 0

Item 12: Information with regard to the course of activities of the Company and its strategic planning. –No resolutions were adopted with regard to the specific item.