

30/06/2014

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 27.6.2014 and attended in person or by proxy by 152 shareholders who represented 303.994.138 shares, i.e. 39,46% 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 2013 and the respective Reports of the Board of Directors and Chartered Accountants/ Auditors.**

It was resolved that the Individual and Consolidated Annual Financial Statements of fiscal year 2013, and the respective Reports of the Board of Directors and Chartered Accountants-Auditors be approved.

For: 303.436.238 votes, i.e. percentage 99.82% of the represented share capital.

Against: 0

Abstain: 557.900 votes, i.e. percentage 0.18% of the represented share capital.

**Item 2: Discharge of the Members of the Board of Directors and the Chartered Accountants/ Auditors from all liability with regard to the activities of fiscal year 2013.**

It was resolved that the Members of the Board of Directors and the Chartered Accountants/ Auditors be discharged from all liability with regard to the activities of fiscal year 2013.

For: 303.416.238 votes, i.e. percentage 99.81% of the represented share capital.

Against: 20.000 votes, i.e. percentage 0.01% of the represented share capital.

Abstain: 557.900 votes, i.e. percentage 0.18% of the represented share capital.

**Item 3: Appointment of Chartered Accountants/ Auditors for the fiscal year 2014.**

It was resolved that the audit company Grant Thornton S.A., with registered office in Athens, at 44 Vas. Constantinou Avenue, registered in the Special Registry referred to in §5, article 13 of presidential decree nr. 226/1992 under registration nr. 127, will be assigned the statutory audit of the financial statements of the current fiscal year.

For: 256.107.529 votes, i.e. percentage 84.25% of the represented share capital.

Against: 46.057.141 votes, i.e. percentage 15.15% of the represented share capital.

Abstain: 1.829.468 votes, i.e. percentage 0.60% of the represented share capital.

**Item 4: Submission and approval of the Report of Activities of the Nomination and Remuneration Committee to the Annual General Meeting of Shareholders.**

The Report of Activities of the Nomination and Remuneration Committee was approved.

For: 288.949.268 votes, i.e. percentage 95.05% of the represented share capital.

Against: 6.279.370 votes, i.e. percentage 2.07% of the represented share capital.

Abstain: 8.765.500 votes, i.e. percentage 2.88% of the represented share capital.

**Item 5: Election of new Members in the Board of Directors. – Appointment of Independent Members in the Board of Directors.**

The election of new Members in the Board of Directors composed of Messrs. Andreas Vgenopoulos, Manolis Xanthakis, Iskandar Safa, Efthymios Bouloutas, Ioannis Artinos, Panagiotis Throuvalas, Angeliki Frangou, Areti Souvatzoglou, Joseph Iskander, George Lassados, Markos Foros, Anastasios Kyprianidis and Alexandros Edipidis was resolved. Messrs. George Lassados, Markos Foros, Anastasios Kyprianidis and Alexandros Edipidis, were appointed as Independent Non-Executive Members, pursuant to article 4 para. 1 of l. 3016/2002. The term of the members of the Board pursuant to the Company's Articles of Incorporation is for five (5) years.

For: 247.408.656 votes, i.e. percentage 81.39% of the represented share capital.

Against: 48.377.882 votes, i.e. percentage 15.91% of the represented share capital.

Abstain: 8.207.600 votes, i.e. percentage 2.70% of the represented share capital.

**Item 6: Election of the Company's Nomination and Remuneration Committee members.**

As Members to the Nomination and Remuneration Committee were elected Messrs. Manolis Xanthakis, Markos Foros and Anastasios Kyprianidis. Mr. Manolis Xanthakis was re-elected as Chairman of the Committee.

For: 268.098.909 votes, i.e. percentage 88.19% of the represented share capital.

Against: 27.687.629 votes, i.e. percentage 9.11% of the represented share capital.

Abstain: 8.207.600 votes, i.e. percentage 2.70% of the represented share capital.

**Item 7: Election of the Audit Committee's members, pursuant to the provisions of article 37 of Law 3693/2008.**

As Members to the Audit Committee were elected Messrs. Manolis Xanthakis, Markos Foros and Anastasios Kyprianidis. Mr. Manolis Xanthakis was re-elected as Chairman of the Committee.

For: 268.098.909 votes, i.e. percentage 88.19% of the represented share capital.

Against: 27.687.629 votes, i.e. percentage 9.11% of the represented share capital.

Abstain: 8.207.600 votes, i.e. percentage 2.70% of the represented share capital.

**Item 8: 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 of Directors 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 the Members of the Board of Directors for services to be provided in the current fiscal year were unanimously approved in advance as per the draft resolution published on the Company's website.

For: 303.994.138 votes, i.e. percentage 100% of the represented share capital.

**Item 9: Updating the General Meeting on the new Convertible Bond Loan of the Company, which was resolved by the General Meetings of Shareholders on 15.6.2011 and 24.10.2011 and specified by the Board of Directors at its meetings held on 1.11.2011, 5.2.2013, 21.3.2013, 29.7.2013 and 21.11.2013 pursuant to the provisions of Codified Law 2190/1920 and Law 3156/2003, as in force. Granting any approvals required.**

The General Meeting was informed on the issuance of the new bonds issued to Piraeus Bank. No approval was required to be provided whatsoever.

**Item 10: Renewal of the Board of Directors' power to issue bond loans pursuant to the provisions of article 3a in conjunction with article 13 of Codified Law 2190/1920 and article 1 of Law 3156/2003. Modification of article 5 paragraph 2 of the Articles of Incorporation of the Company.**

The discussion and deliberation on this item on the Agenda was not possible due to failure to attain the quorum required by the Law (article 29 para. 3 of C.L. 2190/1920) and the Company's Articles of Incorporation.

**Item 11: Information with regard to the course of activities of the Company and its strategic planning.**

The Company's Chief Executive Officer Mr. Efthymios Bouloutas updated the shareholders on the financial course of activities of the Company.

The discussion and deliberation on the 10<sup>th</sup> item on the Agenda shall take place at the 1st Reiterative Annual General Meeting to be held on Thursday 10.7.2014, at 17:00 hours at the same premises, in accordance with the Notice of the Company's Board of Directors dated 6.6.2014.