

Peania 27-06-2014 Ref.No: 590-

#### 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, 2014."

In the context of its obligations arisen from article 4.1.3.3 of the Athens Stock Exchange Regulation, **INTRACOM CONSTRUCTIONS SOCIETE ANONYME TECHNICAL AND STEEL CONSTRUCTIONS** (d.t. INTRAKAT) informs the investors that on the **26th of June**, **2014**, at 9.00 a.m. hours, its Shareholders' Ordinary General Meeting was held at the company's premises in Peania, Attica, according to the Board of Directors' invitation, dated on 4<sup>th</sup> June, 2014.

The Meeting was attended by 13 shareholders, who were present either in person or by proxy, representing **17,481,283** shares and votes, out of a total of **23,154,250** company shares, i.e. a percentage of **75.50%** of the Company's 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 01.01.2013 to 31.12.2013, 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: 75.50% 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 01.01.2013 to 31.12.2013, together with the Management Report and the Chartered Accountants – Auditors' Report, were submitted by the BoD and approved by the attending shareholders.

Number of shares for which valid votes were cast: 17,481,283. Percentage of the represented share capital: 100% Valid votes: 17,481,283. Voting and rates over valid votes: In favor: 17,481,283 (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 (01.01.2013 – 31.12.2013).

Minimum required quorum: 20% of the paid-up share capital of the Company. Attained quorum: 75.50% 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 01.01.2013 to 31.12.2013.

Number of shares for which valid votes were cast: 17,481,283. Percentage of the represented share capital: 100% Valid votes: 17,481,283. Voting and rates over valid votes: In favor: 17,481,283 (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 and the Group Financial Statements, for the fiscal year 01.01.2014 to 31.12.2014 and determination of their remuneration.

Minimum required quorum: 20% of the paid-up share capital of the Company. Attained quorum: 75.50% of the paid-up share capital of the Company.

The attending shareholders 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 01.01.2014 to 31.12.2014 and especially Mrs Maria Charitou of Nicholas (SOEL RN 15161) as Statutory Auditor and Mrs Zoe Sofou of Demetrios (SOEL RN 14701) as Alternate Auditor. The remuneration of the said Chartered Accountants – Auditors shall be determined according to the applicable provisions of the Chartered Auditors Association.

Number of shares for which valid votes were cast: 17,481,283. Percentage of the represented share capital: 100% Valid votes: 17,481,283. Voting and rates over valid votes: In favor: 17,481,283 (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 01.01.2013 to 31.12.2013.

Minimum required quorum: 70% of the paid-up share capital of the Company Attained quorum: 75.50% of the paid-up share capital of the Company.

The attending shareholders approved the non distribution of any dividend for the fiscal year 01.01.2013 to 31.12.2013 and decided to carry forward the period's financial results.

Number of shares for which valid votes were cast: 17,481,283. Percentage of the represented share capital: 100% Valid votes: 17,481,283. Voting and rates over valid votes: In favor: 17,481,283 (100%), Against: 0 (0.00%), Blank votes / abstention: 0 (0.00%)

### 5) Announcement of the election of a new BoD Member to replace a retired one, in accordance with article 18 para. 7 of Codified Law 2190/1920, as it stands today .

Minimum required quorum: 20% of the paid-up share capital of the Company. Attained quorum: 75.50% of the paid-up share capital of the Company.

In accordance with article 18 par. 7 of Codified Law 2190/1920, as it stands today, the Board announced the election (on 23 January 2014) of Mr. Christos D. Mistriotis as a replacement for the retired Executive BoD Member, Mr Socrates Kokkalis. The attending shareholders validated the above election.

Number of shares for which valid votes were cast: 17,481,283. Percentage of the represented share capital: 100% Valid votes: 17,481,283. Voting and rates over valid votes: In favor: 17,481,283 (100%), Against: 0 (0.00%), Blank votes / abstention: 0 (0.00%)



### 6) Election of a new Board of Directors and appointment of independent Members, in accordance with article 3 of Law 3016/2002 as it stands today.

Minimum required quorum: 20% of the paid-up share capital of the Company. Attained quorum: 75.50% of the paid-up share capital of the Company.

The attending shareholders elected a new Board of Directors, for the five (5) year long period starting on 26.06.2014 and up to 26.06.2019; such Board's term shall be automatically extended until the first annual General Meeting after the expiration thereof, but shall never become longer than six (6) years.

The new Board of Directors consists of the following eleven (11) members i.e.:

- 1. Dimitrios Klonis of Christos, Executive Member
- 2. Peter Souretis of Constantinos, Executive Member
- 3. Dimitrios Theodoridis of Savvas, Executive Member
- 4. Konstantinos Kokkalis of Socrates, Executive Member
- 5. Charalabos Kallis of Constantinos, Executive Member
- 6. Dimitrios Pappas of Aristides, Executive Member
- 7. George Koliastasis of Spyridon, Executive Member
- 8. Socrates Kokkalis of Socrates, non Executive Member
- 9. Christos Mistriotis, of Demetrios non Executive Member
- 10. Sotirios Filos of Nicholaos, non Executive Member, and
- 11. Anastasios Tsoufis of Miltiades, non Executive Member

Independent members of the Board were appointed the Messrs.:

· Sotirios Filos of Nicholaos, and

• Anastasios Tsoufis of Miltiades.

Number of shares for which valid votes were cast: 17,481,283. Percentage of the represented share capital: 100% Valid votes: 17,481,283. Voting and rates over valid votes: In favor: 17,481,283 (100%), Against: 0 (0.00%), Blank votes / abstention: 0 (0.00%)

#### 7) Election of a new Audit Committee, in accordance with article 37 of Law 3693/2008.

Minimum required quorum: 20% of the paid-up share capital of the Company. Attained quorum: 75.50% of the paid-up share capital of the Company.

The attending shareholders elected a new Audit Committee, in accordance with article 37 of Law 3693/2008, comprised by the following BoD Members:

- Anastasios Tsoufis of Miltiades, independent, non executive Member,
- Sotirios Filos of Nicholaos, independent, non executive Member, and
- •Christos Mistriotis of Demetrios, non-executive Member.

Number of shares for which valid votes were cast: 17,481,283. Percentage of the represented share capital: 100% Valid votes: 17,481,283. Voting and rates over valid votes: In favor: 17,481,283 (100%), Against: 0 (0.00%), Blank votes / abstention: 0 (0.00%)



### 8) Extension of the duration of the company and amendment of the (corresponding) Art. 4 of its Articles of Association.

Minimum required quorum: 66,66% of the paid-up share capital of the Company. Attained quorum: 75.50% of the paid-up share capital of the Company.

The attending shareholders decided an extension of the duration of the company (which should be terminated on 18.12.2017), for another fifty (50) years, i.e. until 17.12.2067; therefore the Art 4 of the Articles of Association shall accordingly be amended as follows:

#### '"ARTICLE 4

#### DURATION

The duration of the company originally was set at thirty (30) years starting on 18.12.1987 (the date when the company was registrated in the S.A. Ledger, it was granted a licence of establishment and its Articles of Association was approved).

By a decision taken on the annual ordinary shareholders General Assembly of 26 June 2014, the company's duration has been extended for another fifty (50) starting from the date of its original expiration (i.e. from 18.12.2017) to 17.12.2067.

The duration can be extended or shortened by a decision of the General Assembly and the amendment of this article, in accordance with the quorum and the majority laid down in article 15 of the present Articles of Association".

Number of shares for which valid votes were cast: 17,481,283. Percentage of the represented share capital: 100% Valid votes: 17,481,283. Voting and rates over valid votes: In favor: 17,481,283 (100%), Against: 0 (0.00%), Blank votes / abstention: 0 (0.00%)

## 9) Approval of compensations granted to Directors during the previous year and preliminary approval of remunerations and compensations to Directors for 2014, 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: 75.50% of the paid-up share capital of the Company.

The attending shareholders approved the amount of 150.472,35 Euros, which was paid to BoD Members, as compensation for the time they spent in BoD meetings during the year 2013 and the fulfillment of their tasks in general, according to the provisions of article 24 of Codified Law 2190/1920 and article 5 of Law 3016/2002, as currently in force. From the foresaid amount of 150.472,35 Euros, the amount of 150.000,00 Euros had already been pre-approved by the Ordinary General Assembly 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 2014 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: 17,481,283. Percentage of the represented share capital: 100% Valid votes: 17,481,283. Voting and rates over valid votes: In favor: 17,481,283 (100%), Against: 0 (0.00%), Blank votes / abstention: 0 (0.00%).



### 10) Approval of contracts 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: 75.50% of the paid-up share capital of the Company.

The attending shareholders approved and validated all the company's contracts with individuals and legal entities, in application of article 23a of the Codified Law 2190/1920, as currently in force.

The attending shareholders also approved, pursuant to article 23a of Codified Law 2190/1920, as applicable, all the credits (liquidity facilities) and the guarantees provided by the company, 1. to and in favor of its affiliated companies, according to article 42e of Codified Law 2190/1920, for example a) INTRADEVELOPMENT, b) EUROKAT, c) INTRAPOWER, d) INTRACOM CONSTRUCT (Romania), e) PRISMA DOMI SA , f ) IN.MAINT, g) FRACASSO HELLAS, and 2. to and in favor of all the Joint Ventures in which the Company participates or/ and its affiliated undertakings, according to article 42e of Codified Law 2190/1920, as well as to approve all transactions, contracts, guarantees, etc. as detailed on page 83 and following of the Annual Financial Report.

Number of shares for which valid votes were cast: 17,481,283. Percentage of the represented share capital: 100% Valid votes: 17,481,283. Voting and rates over valid votes: In favor: 17,481,283 (100%), Against: 0 (0.00%), Blank votes / abstention: 0 (0.00%).

### 11) Permission to Company Directors and Managers, under article 23, par. 1 of Codified Law 2190/1920, as currently in force.

Minimum required quorum: 20% of the paid-up share capital of the Company. Attained quorum: 75.50% of the paid-up share capital of the Company.

The attending shareholders granted a permission, according to article 23 par. 1 of Codified Law 2190/1920, to the Company's Directors and Managers 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 Codified Law 2190/1920.

Number of shares for which valid votes were cast: 17,481,283. Percentage of the represented share capital: 100% Valid votes: 17,481,283. Voting and rates over valid votes: In favor: 17,481,283 (100%), Against: 0 (0.00%), Blank votes / abstention: 0 (0.00%).

#### 12) "Miscellaneous announcements."

There were no other announcements.