

19/06/2017

## **ANNOUNCEMENT**

### **RESOLUTIONS OF THE ANNUAL GENERAL MEETING**

“MARFIN INVESTMENT GROUP HOLDINGS S.A.” hereby announces that the Company’s Annual General Meeting of Shareholders took place on 15.6.2017 and was attended in person or by proxy by 55 shareholders who represented 513,513,521 shares, i.e. 54.66% of the Company’s share capital. At the General Meeting the items on the Agenda that were discussed and resolved are as follows:

**Item 1: Submission and approval of the Separate and Consolidated Annual Financial Statements for the financial year 2016 and of the relevant Reports of the Board of Directors and the Certified Accountants.** - It was resolved that the Separate and Consolidated Annual Financial Statements of the financial year 2015, and the respective Reports of the Board of Directors and Chartered Accountants/Auditors be approved.

For: 512,513,813 votes corresponding to 99.81% of the represented share capital.

Abstain: 999,708 votes corresponding to 0.19% of the represented share capital.

**Item 2: Discharge of the members of the Board of Directors and the Certified Accountants from any liability with regard to the activities of the financial year 2016.**

- 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 financial year 2016.

For: 512,513,813 votes corresponding to 99.81% of the represented share capital.

Abstain: 999,708 votes corresponding to 0.19% of the represented share capital.

**Item 3: Appointment of audit firm for the financial year 2017.** - It was resolved that the audit company “Grant Thornton S.A.”, with registered office in P. Faliro Attiki, at 56 Zefyrou street, registered in the Special Registry referred to in §5, article 13 of presidential decree nr. 226/1992 under registration nr. 127, will assume the statutory audit of the financial statements of the current financial year.

For: 512,285,040 votes corresponding to 99.76% of the represented share capital.

Against: 1,228,481 votes corresponding to 0.24% of the represented share capital.

**Item 4: Briefing of Shareholders in respect of the affairs of the Company's Audit Committee.** – Briefing by the Chairman of the General Meeting.

**Item 5: Approval of the appointment of new Members in the Company's Board of Directors in filling vacant positions.** – Appointment of an Independent Member in the Board of Directors and Audit Committee of the Company. – The election of Mr. Christophe Vivien as a New Member of the Board of Directors in filling a vacant position and of Messrs Stefanos Capsaskis and Petros Katsoulas as Independent Non-Executive Members of the Board of Directors in replacement of Members who resigned, was approved. Furthermore, Mr. Emmanouel Xanthakis was appointed as Independent Member of the Board of Directors and of the Audit Committee according to current legislation, as he fulfills the criteria of article 4 of law 3016/2002.

For: 512,285,040 votes corresponding to 99.76% of the represented share capital.

Against: 1,228,481 votes corresponding to 0.24% of the represented share capital.

**Item 6: Approval of contracts and remuneration pursuant to articles 23a and 24 of codified law 2190/1920.** - It was resolved to approve the remuneration paid to Members of the Board of Directors in accordance with the provisions of article 24 paragraph 2 of codified law 2190/1920, as in force, as per the draft resolution published on the Company's website. It was also resolved to pre-approve the remuneration of the Members of the Board of Directors for services provided or/and to be provided (as the case may be) by them under such capacity within the current financial year and until the next Annual General Meeting up to the amount of €785,000. Finally, the Group's pension scheme was approved, the total cost of which will not exceed the average amount of €380,000 annually, depending on the number of beneficiaries, as per the amended draft resolution that was submitted to the General Meeting.

For: 351,524,948 votes corresponding to 68.45% of the represented share capital.

Against: 155,988,573 votes corresponding to 30.38% of the represented share capital.

Abstain: 6,000,000 votes corresponding to 1.17% of the represented share capital.

**Item 7: Issuance of a new Convertible Bond Loan through a private placement and abolition of existing shareholders' pre-emption rights.** Authorisation to the Company's Board of Directors to specify the Terms of the loan, provide collateral in favour of bondholders, issue the Programme, execute the agreement with the Representative and, in general, take any action necessary in order to consummate the issuance. – The deliberation on this item was not possible due to failure to attain the quorum required by the Law. According to the Notice of the Board of Directors dated 25.5.2017, the 1st Re-iterative Annual General Meeting will be convened on Tuesday 27.6.2017 at 12 noon, at the same place (3 Achaïas & Troizinias street, Kifissia, ground floor), in order to deliberate on this item.