

NIREUS AQUACULTURE S.A.

**NIREUS AQUACULTURE S.A.
REGISTERED OFFICE: Koropi, Attika
COMPANY'S GENERAL ELECTRONIC COMMERCIAL
NUMBER 7852901000**

INVITATION

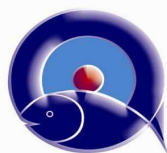
TO THE ORDINARY GENERAL MEETING OF SHAREHOLDERS

Pursuant to the L.4548/2018, the Company's Articles of Association and following the relevant decision of the Board of Directors, the company under the corporate name "**NIREUS AQUACULTURE S.A**", invites its shareholders to the Ordinary General Meeting of 2019. The meeting will take place on **Monday, September 9, 2019, at 14:00 p.m.** at the company's headquarters, 1st km Ave. Koropiou Varis, 19400 Koropi, Attica and will have the following agenda:

Agenda Items

1. Submission for approval of the Annual Financial and Consolidated Financial Statements for the fiscal year 2018, that have been prepared under I.F.R.S., with the relevant Board of Directors' and Certified Auditors' Reports for the aforementioned Financial Statements.
2. Approval for non-distribution of dividends for the fiscal year 2018 (01.01.2018 - 31.12.2018).
3. Approval, according to article 108 of Law 4548/2018, of the overall Company's management by the Board of Directors, and exoneration of the Company's Auditors from any liability for compensation for the fiscal year 1/1/2018-31/ 12/2018, pursuant to article 117 par.1c of L.4548/2018.
4. Presentation of Company's Audit Committee Activity Report for 2018.
5. Appointment of Audit Firm for the statutory audit of the Financial Statements (both Separate and Consolidated) for the fiscal year 01.01.2019 – 31.12.2019 and approval of their fees.
6. Approval of paid remuneration, benefits and fees to the members of the Board of Directors during the year 2018 for their participation in the Board of Directors and its Committees and determination/pre-approval thereof until the Ordinary General Meeting of the Shareholders which will take place





within 2020.

7. Granting permission, according to article 98 par. 1 of Law 4548/2018, as applicable, to the Board of Directors and executive officers of the Company to participate in the Board of Directors' meetings or in the management of affiliated companies which pursue either the same or similar operations.

8. Approval of the Company's Remuneration Policy in accordance with article 110 par. 2 of Law 4548/2018, as applicable.

9. Reassessment of the Audit Committee composition and duties compliance according to the provisions of art. 44 of Law 4449/2017.

10. Miscellaneous decisions and announcements.

In case of lack of quorum and pursuant to the provisions of the law and in order to decide upon any of the aforementioned items, the 1st Repetitive General Meeting will be held on Monday , September 16th 2019 at 14:00 p.m. at the same place, without publishing a new invitation.

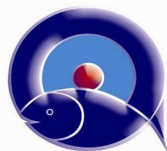
A. VOTING RIGHTS AND PARTICIPATION PROCEDURE

Eligible to participate in the Annual General Meeting of the company's Shareholders to be held on 09/09/2019 **and at the Repetitive Ordinary General Meeting on 16/9/2019** is any Shareholder who is recognized as such according to the registry of the Central Securities Depository managed by Hellenic Exchanges S.A. ("HELEX"), at the beginning of the fifth (5th) day before the date of the General Meeting, on September 4th 2019 (Record Date).

It is noted that the Shareholders' participation in the General Meeting (initial or repetitive) does not require the restriction of their shares or the application of any other similar procedure which restricts the possibility of selling and transferring shares during the period between the Record Date and the date of the General Assembly (initial or repetitive).

The option to participate in the General Meeting by electronic means without the physical presence of the shareholders at the venue or the ability of the remote participation of the shareholders in the voting is not available.





B. MINORITY RIGHTS

According to Article 121 per. 4 of Law 4548/2018, we inform the Shareholders that , among others, they have the following rights that are provided in paragraphs 2, 3, 6 and 7 of article 141 of Law 4548/2018:

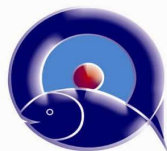
1. At the request of Shareholders representing 1/20 of the paid-up share capital, the Board of Directors shall be obliged to include additional items to the agenda of the General Meeting, provided that the relevant request is received by the Board of Directors within at least fifteen (15) days prior to the General Meeting, i.e. by August 25th 2019. The request to have additional items included in the agenda shall be accompanied either by the justification for such inclusion or by a draft decision for approval by the General Meeting. The revised agenda shall be published in the same manner as for the previous agenda, thirteen (13) days before the date of the General Meeting.

Also, it shall be made simultaneously available to Shareholders at the Company's website, along with the justification or the draft decision submitted by the Shareholders. If the additional items are not released, the shareholders are entitled to request a postponement of the General Meeting, according to paragraph 5 of article 141 of Law 4548/2018 and proceed by themselves to the publication, according to article 122 of L.4548/2018, seven (7) days prior to the General Meeting, at Company's expenses.

2. Shareholders representing 1/20 of the paid-up capital have the right to request from the Board of Directors to include draft decisions at the items of the initial or any revised agenda of the General Meeting. The relevant request must be submitted to the Board of Directors seven (7) days prior to the date of the General Meeting. The draft decisions will be at the disposal of the Shareholders in accordance with the provisions of paragraph 3 of article 123 of Law 4548/2018, at least six (6) days before the date of the General Assembly.

3. At the request of any Shareholder, submitted to the Company at least five (5) full days before the General Meeting, the Board of Directors is obliged to provide the General Meeting with the specific information requested on the Company's affairs, insofar as they relate to the items on the agenda. No obligation to provide information exists when the relevant information is





already available on the Company's website, in particular in the form of questions and answers. Also, at the request of the Shareholders representing 1/20 of the paid up capital, the Board of Directors is obliged to announce to the Ordinary General Meeting the amounts that during the last two years have been paid to each member of the Board of Directors or the directors of the Company, to any such person, by any cause or contract of the Company with them. In all these cases, the Board of Directors may refuse to provide the information for very significant reasons, which shall be recorded in the minutes. The Board of Directors may provide an overall response to Shareholders' requests of the same context.

4. At the request of Shareholders representing 1/10 of the paid up share capital submitted to the Company at least five (5) full days before the General Meeting, the Board of Directors is obliged to provide the General Meeting with information on the course of corporate affairs and the financial state of the Company. The Board of Directors may decline to provide the information for very significant reasons, which shall be recorded in the minutes.

In all the above cases, the requesting Shareholders must prove their shareholder status and, except in the case of the first subparagraph of paragraph 3 above, the number of shares they hold in the exercise of the relevant right. The verification of the shareholding can be done by any legal means and according the data provide by the Central Security Depository S.A.

C. VOTING BY PROXY

Each shareholder of common shares is eligible to attend the General Meetings and may vote either in person or through a proxy. Each shareholder may appoint up to 3 proxies. Legal entities may participate in the General Meeting by appointing up to 3 natural persons as their representatives. If a Shareholder holds shares that are held in more than one securities account, the Shareholder may appoint different proxies for the shares that are held in each securities account. A proxy who acts for more than one Shareholder may vote differently on behalf of each Shareholder. The proxy is obliged to disclose to the Company before the commencement of the General Meeting any specific fact that would be useful to Shareholders in order to determine the existence of any risk associated with the proxy serving interests other than





the Shareholder's interests. Within the context of this paragraph, conflict of interest may arise in cases where the proxy: **a)** is a controlling shareholder of the Company or is another legal entity or entity controlled by that shareholder; **b)** is a member of the Board of Directors or of the management team of the Company or of a shareholder controlling the Company, or of another legal person or entity controlled by a shareholder controlling the Company; **c)** is an employee or certified public accountant of the Company or of a shareholder controlling the Company, or of another legal person or entity controlled by a shareholder controlling the Company; **d)** is the spouse or a first- degree relative of one of the natural persons referred in cases a to c.

The appointment and the termination of a proxy or its cancellation should be submitted to the Company within at least 48 hours prior to the General Meeting.

The form for the appointment of a proxy is available at the Company's website www.nireus.com and at the Company's Head offices (tel +30210-6698224).

The proxy form should be submitted, completed and signed, to the Company's Head offices, 1st km Ave. Koropiou Varis, 19400 Koropi, Attica or sent by fax to +30210-6627404 to the attention of Mrs. Melioti, at least three (3) days prior to the General Meeting. Senders are kindly requested to verify the successful receipt of the proxy by the Company by calling the number +30210-6698224.

D. AVAILABLE DOCUMENTS AND INFORMATION

The information mentioned in article 123 par. 3 and 4 of Law 4548/2018, including the invitation to convene of the General Meeting, the representative appointment form and the draft decisions on the items on the agenda, as well as the information regarding the exercise of minority shareholders' rights, are available in electronic form on the Company's website www.nireus.com, and in hard copies at the Company's Head offices, 1st km Ave. Koropiou Varis, 19400 Koropi, Attica.





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E. NUMBER OF SHARES AND VOTING RIGHTS

The Company under the corporate name "NIREUS AQUACULTURE SOCIETE ANONYME" , pursuant to paragraph **(b)** of paragraph 3 of article 123 of Law 4548 / 2018, announces that the total number of the Company's shares on 2/8/2019, the date of the publication of its Invitation of the Company's Shareholders to the Ordinary General Meeting in the Athens Stock Exchange Daily Bulletin, amounts to 294.016.812 of which 24.061 are treasury shares without voting rights. Therefore shares with equal voting rights total 293.992.751.

KOROPI ATTICA, 2/8/2019
THE BOARD OF DIRECTORS

