

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

INVITATION

TO THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

In accordance with both the law and Company's Articles of Association and following the request of Eurobank Ergasias SA, which holds shares representing 15.502% of the Company's issued share capital and within the scope of the provisions of article 141 par.1 of L. 4548/2018, and the relevant Board of Directors decisions, dated 04.11.2019, of the Société Anonym company "NIREUS AQUACULTURE SA" with the distinctive name "NIREUS S.A" , the Shareholders are requested to attend the Extraordinary General Assembly which is to be held on 27 November 2019 on Wednesday at 9:00 am, in the company's offices located at 1klm Koropiou- Varis and Dimokritiou, in the municipality of Koropi Attiki, 19400 in order to discuss and resolve on the following matters:

Matters on the Agenda

1. Issuance of a bond loan of up to Euro Forty million (€ 40.000.000) without collateral, convertible into new registered shares of the Company, with the abolition of the preference rights of the old shareholders and coverage with private placement. Providing authorization to the Board of Directors of the Company to finalize the specific terms of the Bond Loan and conclude this in accordance with the law.
2. Approval of the issuance and conclusion of a joint secured bond loan of up to Euro One hundred and sixty million (€ 160.000.000) in accordance with the provisions of Law 4548/2018 and no. 14 of Law 3156/2003, as in force, conclusion of the coverage contract, collaterals, pledges and encumbrance documents and any other related documents. Validation of the Board of Directors' actions for this purpose.
3. Approval of the issuance and conclusion of a collateralised mortgage loan of up to Euro Thirty million (€ 30.000.000) in accordance with the provisions of Law 4548/2018 and no. 14 of Law 3156/2003 as in force, the conclusion of the coverage contract, the security and collateral

documents and any other relevant documents. Validation of the Board of Directors' actions for this purpose.

4. Approval of the issuance and conclusion of a common bond loan of up to Euro Seven million (€ 7.000.000) in accordance with the provisions of Law 4548/2018 and no. 14 of Law 3156/2003 as in force, the conclusion of the coverage contract, and any other related document. Validation of the Board of Directors' actions for this purpose.
5. Election of the members of the Board of Directors.
6. Election of members of the Audit Committee and appointment of its Chairman.

In the event that a quorum is not formed, as required by the law for a decision to be taken on any item on the agenda, the 1st Repetitive Assembly shall meet on 3 December 2019, on Tuesday at 9:00 am in the same place and location, without posting a new invitation.

A. VOTING RIGHTS AND PARTICIPATION PROCEDURE

Eligible to participate in the Extraordinary General Meeting of the company's Shareholders to be held on 27/11/2019 **and at the Repetitive Ordinary General Meeting on 3/12 /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 Extraordinary General Meeting, on November 22th 2019 (Record Date). "). Proof of shareholder status on the Record Date should be obtained through a relevant written certification from HELEX or alternatively through the direct electronic link-up of the Company with the records of HELEX. Shareholder's status should exist on November 22 2019 (Record Date), i.e. at the beginning of the fifth (5th) day before the date of the Extraordinary General Meeting.

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 November 12 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 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. 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 48 hours 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.

Shareholders who have not complied with the above deadline may participate in the General Meeting, unless the General Meeting refuses to participate for a significant reason justifying their refusal.

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.

With regard to the draft decisions, according to the relevant statement of the requesting shareholder, he will make use of the provisions of article 141 par. 3 of the L. 4548/2018 and he will submit draft decisions for the subjects of General Meeting seven (7) days before the General Meeting. Then they will be available in electronic form on the Company's website www.nireus.com.

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 04/11/2019, 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, 04/11/2019
THE BOARD OF DIRECTORS