



INVITATION

***Of the shareholders of the Limited Company under the name
«ELGEKA S.A. TRADE - DISTRIBUTIONS - REPRESENTATIONS - INDUSTRY»
to the Extraordinary General Meeting
No G.E.MI.: 57298604000***

By decision of the Board of Directors of the limited company with the name "ELGEKA S.A. TRADE - DISTRIBUTIONS - REPRESENTATIONS – INDUSTRY" (hereinafter the "Company"), received on November 19, 2020, in accordance with the provisions of the Law and the Articles of Association of the Company are invited Messrs. Shareholders of the Company in an Extraordinary General Meeting, which will be convened on Friday, December 11, 2020, at 13:00, and will be held from a distance in real time via teleconference and without the physical presence of each shareholder at the venue due to emergency measures and in the context of precautionary measures to prevent the spread of coronavirus COVID-19, for discussion and decision-making on the following items on the Agenda:

AGENDA

1. Nominal reduction of the share capital of the Company with reduction of the nominal value of each common registered voting share of the Company, in order to write-off/offset equal amount of accumulated accounting losses of previous years up to the amount of forty three million five hundred thousand euro (43.500.000,00 €).
2. Increase of the share capital of the Company up to the amount of seven million euro (7.000.000,00 €), with a pre-emptive right in favor of the old shareholders of the Company, with payment of cash and issuance of new common registered voting shares. Providing authorizations to the Board of Directors to complete the relevant process.
3. Amendment of article 5 of the Company's Articles of Association as a consequence of the above.

In case of non-fulfillment of the quorum required by Law and Articles of Association to take decisions on the above issues of the Agenda, any Repetitive Extraordinary General Meeting will be convened on December 18th, 2020, Friday at 13:00, with the same issues of the Agenda, in accordance with the provisions of article 130 par.2 of L. 4548/2018, as in force. No new invitation will be issued for any Extraordinary General Meeting, while it will be held from a distance in real time via teleconference and without the physical presence of each shareholder at the venue due to emergency measures and in the context of precautionary measures to prevent the spread of coronavirus COVID-19.

Pursuant to article 121 par. 3 and 4, 124 par.6 and 128 of L. 4548/2018, as in force, the Company informs its Shareholders of the following:

I. Right to Attend and vote at the General Meeting

Eligible to participate in the Extraordinary General Meeting on the December 11, 2020, are natural persons or legal entities that appear as Shareholders of the Company at the files of Dematerialized Securities System ("D.S.S.") managed by "Central Securities Depository S.A." ("competent body"), in which the Company's securities are held, at the beginning of the fifth (5th) day preceding the General Meeting, i.e. Sunday, 6th of December 2020 ("Record Date"). The same Record Date applies to any Repetitive Extraordinary General Meeting.

The participation of the Shareholders in the General Meeting will be done by audiovisual or other electronic means (teleconference), according to the provisions of article 125 of
Ministry of Development & Investments - General Secretariat for Commerce & Consumer Protection -

General Secretariat of Market - Directorate of Companies – Department of Supervision of Public Companies & Athletic Companies

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L.4548/2018. Shareholders, journalists and in general any third party except the Secretary and the persons in charge of conducting the said Meeting will not be allowed to enter the venue of the remote Meeting.

Proof of shareholder status may be proved by any legal means and in any case based on acknowledgment received by the Company from the company "Central Securities Depository S.A." directly with electronic connection with its files. In the General Meeting is entitled to participate whoever presented in the Dematerialized Securities System ("D.S.S.") as a person entitled to exercise the voting rights of a share issued by the Company (shareholder, usufructuary, pledgee lender with voting rights, etc.). The Company's access to the above register is made by its directly electronic linking with this register.

The shareholder may participate in the General Meeting in person or through a representative as provided for in L. 4548/2018 and below.

In case of non-compliance to article 128 of L. 4548/2018, the representative/agent concerned participates to the General Meeting only upon its authorization.

It is noted that, in order to exercise the specific rights (participation and vote) of the Shareholders to the General Meeting, it is not required any more to block their shares or comply with any other relevant procedure, which limit the ability to sell or transfer their shares in the time period between the Record Date and the date of the Extraordinary General Meeting. Each share is entitled right to one vote.

II. Procedure for exercising voting rights (in person or through proxies) from a distance in real time via teleconference

All Shareholders are eligible to attend and vote at the Extraordinary General Meeting, either in person or by proxy.

Each Shareholder may appoint up to three (3) proxies. Legal entities may participate in the General Meeting by appointing up to three (3) natural persons as their representatives. Those of the Shareholders who are legal entities must within the below deadlines submit, in accordance with Law, their legalization documents so that they can exercise their rights through their representatives.

A proxy acting on behalf of more than one Shareholder may vote differently for each Shareholder. Nevertheless, in the case a Shareholder holds shares, which appear in more than one securities account, the Shareholder may appoint different proxies for the shares which appear in each securities account. The Shareholder may appoint a proxy for one General Meeting or for all meetings that will take place within a certain time period. The proxy votes in accordance with the Shareholder's instructions, if any, and is obliged to file the voting instructions for at least one (1) year from the date of General Meeting or, in the case of its postponement, of the last repetitive meeting in which he used the mandate. The non-compliance of the proxy with the instructions he has received does not affect the validity of the decisions of the General Meeting, even if the representative's vote was decisive in taking them. The provision of proxy mandate is freely revocable.

The proxy of a Shareholder is obliged to disclose to the Company, in accordance with article 128 par. 5 of L.4548/2018, before the commencement of the General Meeting any specific fact, which may be useful to Shareholders in order to determine whether there is a risk of the proxy serving interests other than the Shareholder's interests.

Conflict of interest may arise in cases especially where the proxy: a) is a controlling Shareholder of the Company or is another legal entity or is 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 chartered certified 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 relative to the first degree of one of the natural persons referred to cases a to c.

Specifically for the participation of the shareholder through a representative in the General Meeting of December 11, 2020 from a distance in real time via teleconference or for the participation of the shareholder through a representative in the voting on the decisions of the General Meeting to be held before the General Meeting, the shareholder or its trustee may appoint up to one (1) representative, whose appointment is required to be made at least forty eight (48) hours before the date of the General Meeting (i.e. no later than 13.00 on 09.12.2020).

For this purpose, is available from the Company relevant form for the appointment of proxy on the Company's website www.elgeka.gr and at the Company's premises (Address: DA 13, Block 31 - B' Phase, P.O Box 1076, 570 22 Industrial Area of Sindos, Delta Municipality, Thessaloniki, tel: 2310-779700 – Investor Relations Department or 60, Ag. Ioannou Theologou str., 136 77 Acharnes, Attiki, tel: 210-2415100).

In the agent appointment form, the shareholder is obliged to fill in the name, home address, Police Identity Card Number or Passport Number, e-mail address and mobile phone number of the agent. Upon receipt of the above information from the Company and based on the e-mail address and the mobile phone of the representative as stated in the appointment form, the Company creates the account of the representative on the electronic voting platform and then the representative is notified via email to activate his account in order to be able to exercise the rights of the shareholder.

The proxy forms, completed and signed, should be submitted to the Company's premises, (Address: Address: DA 13, Block 31 - B' Phase, P.O Box 1076, 570 22 Industrial Area of Sindos, Delta Municipality, Thessaloniki, tel: 2310-779700 – Investor Relations Department or 60, Ag. Ioannou Theologou str., 136 77 Acharnes, Attiki, tel: 210-2415100) no later than forty eight (48) hours prior to the scheduled date of the initial Extraordinary General Meeting, i.e. until Wednesday, December 9, 2020 at 13:00, and for any Repetitive Extraordinary General Meeting until Wednesday, December 16, 2020 at 13:00. The beneficiary Shareholder is requested to confirm the successful sending of the representation form and its receipt by the Company, calling on the above-mentioned telephone numbers during working days and hours.

For the participation of the Shareholders in the General Meeting from a distance in real time by audiovisual or other electronic means, without their physical presence, it is required the creation and use of electronic account of the shareholder or any of his representative in the electronic platform that has been developed by the Athens Exchange Group to provide remote General Meeting services, in real-time, by teleconference to listed companies on the website <https://axia.athexgroup.gr>. In order to access the electronic platform a personal computer, a smartphone or a tablet is required, a browser installed, and internet access.

In order for a shareholder or his/her proxy to create an account in the electronic platform above, a valid electronic mail (email) account and a mobile telephone number are required by the shareholder or his/her proxy. In case that upon entering the electronic platform the above data entered by the shareholder are not identical with the data that have been registered in the Intangible Securities System and have been notified to the Company by "Hellenic Central Securities Depository S.A." in the context of shareholder identification facilitation services at General Meetings at a distance provided to issuing public limited companies in accordance with decision no.8 of the Board of Directors "Hellenic Central Securities Depository S.A.", "Electronic investor information services (2 - factor authentication) during the access of investors to electronic services of EL.K.AT." the Shareholder must update or update his above details in order to create the account.

To this end, Shareholders are kindly requested to contact the Operator of the Securities Account to which they hold the Company's shares or any other intermediary, who provides custody services for the Company's shares, as the case may be, in order to notify and / or update their valid e-mail address (e-mail) and their mobile phone number for identification.

Further instructions for participation in the General Meeting by teleconference will be posted on the Company's website. The shareholders can contact for any questions and information with the Investor Relations Department by phone at numbers 2310-779726, daily during working days and hours.

Also, from the publication of this until the end of the General Meeting, there will be a help desk to provide information and support to shareholders and their representatives by phone 210-3366120, or by e-mail to AXIAeShareholdersMeeting@athexgroup.gr.

The Shareholders who will participate in the General Meeting through real-time teleconference, are considered for the formation of the quorum and the majority and will be able to effectively exercise their rights during the General Meeting.

In particular, the Shareholders who will be connected to the online platform, will be able to participate in the General Meeting via real-time teleconference via a link that will be sent to them via e-mail. By activating the teleconferencing application (Cisco Webex), through this link, the Shareholders will be able to:

- a) to monitor the conduct of the General Meeting,
- b) to speak and address the General Meeting orally during the General Meeting, while at the same time through the online platform they will be able:
- c) to vote during the General Meeting on the items of the agenda,
- d) to receive information on the registration of their vote.

III. Minority Shareholders' Rights

Additionally, we inform Shareholders that among others, they have the following rights pursuant to paragraphs 2, 3, 6 and 7 of article 141 of L. 4548/2018, as in force:

- i. At the request of Shareholders representing at least one twentieth (1/20) of the paid-up share capital, the Board of Directors is obliged to enter additional items on the agenda of the General Meeting, provided that the relevant request is received by the Board of Directors notably at least fifteen (15) days prior to the General Meeting, i.e. by Thursday, November 26th 2020. The request for inserting additional items in the agenda shall be accompanied by reasoning or a draft decision for approval by the General Meeting. The revised agenda shall be published in the same manner as the previous agenda, thirteen (13) days before the date of the General Meeting, i.e. by Saturday, November 28th 2020 and shall also be made simultaneously available to Shareholders on the Company's website, along with the reasoning or draft decision submitted by the Shareholders, according to provisions of paragraph 4 of article 123 of L. 4548/2018.
- ii. At the request of Shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors is obliged to provide Shareholders, at least six (6) days before the date of the General Meeting, i.e. no later than Saturday, December 5th 2020, with drafts of decisions on the items, which have been included in the initial or revised agenda, if a request to that effect is received by the Board of Directors at least seven (7) days before the date of the General Meeting, i.e. no later than Friday, December 4th 2020.
- iii. Following a request submitted by any Shareholder to the Company within at least five (5) full days prior to the General Meeting, i.e. no later than Saturday, December 5th 2020, the Board of Directors is obliged to provide the General Meeting with the requested specific

information on the Company's affairs, to the extent that it relate to the items on the agenda. The obligation to provide information does not apply in the case that the information requested is already available on the Company's website, especially in the form of questions and answers. Also, at the request of the Shareholders representing one twentieth (1/20) of the paid up share capital, the Board of Directors is obliged to announce to the Ordinary General Meeting the amounts which during the last two years have been paid to each member of the Board of Directors or to the Company's directors, as well as any benefit to such persons from any cause or contract of the Company with them. In all the above cases, the Board of Directors may refuse to provide the information for substantive reasons, which is recorded in the minutes. Such a reason may be, in the circumstances, the representation of the requesting Shareholders on the Board of Directors, in accordance with articles 79 or 80 of L. 4548/2018. In the cases of this paragraph, the Board of Directors may respond in a single application to Shareholders with the same content.

- iv. At the request of Shareholders, representing one tenth (1/10) of the paid up share capital, which is submitted to the Company at least five (5) full days before the General Meeting, that is to say, not later than Saturday, December 5, 2020, the Board of Directors is required to provide the General Meeting with information on the course of corporate affairs and the Company's wealth. The Board of Directors may refuse to provide the information for substantive reasons, which shall be recorded in the minutes. Such a reason may be, in the circumstances, the representation of the requesting Shareholders on the Board of Directors in accordance with articles 79 or 80 of L. 4548/2018, provided that the relevant members of the Board of Directors have received the relevant information in a sufficient manner.

In all the above cases where the respective rights are exercised, the applicant Shareholders are obliged to prove their shareholding capacity and, except in the case of the first subparagraph of paragraph 6 of article 141 of L. 4548/2018, the number of shares they hold at the time they exercise their respective right. Such proof can be provided by the written certification of "Central Securities Depository S.A.".

IV. Available Documents and Information

The present invitation, the comments of the Board of Directors on the issues proposed for decision-making to the Extraordinary General Meeting of the Company's shareholders, the proxy forms and any other information of article 123, par. 3 and 4 of L. 4548/2018, are available at the Company's website www.elgeka.gr. Furthermore, all the above mentioned documents will also be available to Company's Shareholders, in hard copy at the Company's premises (Address: Address: DA 13, Block 31 - B' Phase, P.O Box 1076, 570 22 Industrial Area of Sindos, Delta Municipality, Thessaloniki, tel: 2310-779700 – Investor Relations Department or 60, Ag. Ioannou Theologou str., 136 77 Acharnes, Attiki, tel: 210-2415100), if preceded telephone communication with the Investor Relations Department (Ms. Sofronia Koukouli).

Acharnes Municipality, Attica, 19th of November 2020

THE BOARD OF DIRECTORS