

**ALPHA TRUST ANDROMEDA Investment Trust S.A**  
**General Commercial Registry No.: 003882701000**

**Share Capital Increase by payment in cash with pre-emption rights in favor of  
the existing shareholders**

**Cut-off date of Exercise and trading period of pre-emption rights**

**CUT-OFF DATE OF THE PRE- EMPTION RIGHT: 19.07.2022**  
**EXERCISE PERIOD OF PRE-EMPTION RIGHTS: 22.07.2022 - 04.08.2022**  
**TRADING PERIOD OF PRE-EMPTION RIGHTS: 22.07.2022 – 01.08.2022**

The company “**ALPHA TRUST ANDROMEDA Investment Trust S.A**” (“**Company**”) announces to investors the following:

According to the decision of the Board of Directors of the Company dated 12.07.2022, pursuant to the provisions of article 24 par. 1 (b) of Law 4548/2018 and by virtue of the authority granted to the Board of Directors by the Extraordinary General Meeting of the Company's shareholders dated 25.02.2022, inter alia, a resolution was made to increase the share capital of the Company by an amount of up to eight millions two hundred seventy three thousand four hundred thirty Euro (€ 8,273,430), with the issuance of up to 2,406,816 new, common, intangible, registered voting shares with a nominal value of 3.4375 Euro each (the “New Shares”), and at issue price € 6.34 for each New Share (the “Issue Price”), with cash payment and with a pre-emption right of the existing shareholders of the Company (the “Increase”). The holders of pre-emption rights in the Increase will be entitled to acquire New Shares with a ratio of 3 New Shares for every 2 old shares of the Company. In case the Increase is not fully covered, the share capital will increase up to the covered amount in accordance with the art.28 par.1 of L.4548/2018, as in force.

Following the completion of the Increase, and in case it is fully covered, the share capital of the Company will amount to thirteen millions seven hundred eighty nine thousand fifty Euro (€ 13,789,050), divided into 4,011,360 common, registered voting shares, with a nominal value of € 3.4375 each. The total raised funds of the Increase, in case of full coverage, will amount to € 15,259,213. The total difference between the Selling Price and the nominal value of the New Shares, amounting to (if the Increase is fully covered) six millions nine hundred eighty five thousand seven hundred eighty three Euro (€ 6,985,783) will be credited to the “Share Premium” account.

On 06.06.2022, the minutes of the Company's Extraordinary General Meeting dated 25.02.2022, by which the Increase and its terms were decided and the relevant amendment of article 5 of the Company's Articles of Association was registered in the General Commercial Registry (G.E.MI.), with Registration Code 2875247.

## **Deadline for the exercise of the pre-emption rights**

The deadline for the exercise of pre-emption rights of the existing shareholders, pursuant to article 26 par. 2 of Law 4548/2018 shall be sixteen (14) calendar days.

## **Cut-Off Date of the Pre- Emption Right**

The cut-off date of the pre-emption right to the Increase is set at 19.07.2022 (the "**Cutoff Date**"). From the Cut-off Date onwards, the existing shares of the Company will be traded on the Athens Stock Exchange (the "**ATHEX**") without the right to participate in the Increase and the starting price of the existing common, registered, after voting shares of the Company on the ATHEX will be formed in accordance with the ATHEX Regulations, in accordance with decision no. 26 of the ATHEX Board of Directors, as in force.

## **Procedure for exercising pre-emptive right**

The following have the pre-emptive right to acquire New Shares in the Increase:

- a) all the Shareholders of the Company, who will be registered in the DSS of HCSD on the record date, in accordance with article 5.2 of the ATHEX Rulebook, i.e. on 20.07.2022, provided that they retain these rights at the time of their exercise, and
- b) all persons who acquired pre-emptive rights when such rights are traded on ATHEX.

The persons mentioned above under (a) and (b) will be entitled to exercise pre-emptive rights on the New Shares at a ratio of three New Shares for every two old Shares.

The time period for exercising the pre-emptive rights, according to the decision of the Board of Directors dated 12.07.2022, is fourteen (14) days, which can be extended by a further decision of the Board of Directors of the Company without prejudice to the Increase payment deadline.

The maximum number of New Shares that can be subscribed by a holder of pre-emptive right is directly dependent on the number of pre-emptive rights held. Pre-emptive rights are freely transferable and will be traded on ATHEX from the start date of the exercise period up to three (3) working days before the end of their exercise period, i.e. 01.08.2022, in accordance with article 5.3.1.2 point (5) of the ATHEX Rulebook.

Pre-emptive rights will be exercised during working days and hours, throughout the pre-emptive rights exercise period either through the Participants of the investors' Securities Accounts (AEPEY or bank custodian) by submitting an application to them, or directly at the offices of BETA Securities AEPEY. (for investors who do not wish to exercise their rights through their Participants).

The total price of the New Shares corresponding to the exercised pre-emptive right is paid when the right is exercised (by the exercising investor or the Participant through whom it exercises the pre-emptive rights, as the case may be) to the special account opened for the Increase in Piraeus Bank.

In order to exercise pre-emptive rights via BETA Securities S.A., the holders of pre-emptive rights will exercise them, by presenting the relevant Certificate that rights have been blocked from HCSD and the simultaneous payment of the price of the New Shares corresponding to the exercised pre-emptive right.

In order for the pre-emptive right to be exercised at the offices of BETA Securities S.A., the holders of pre-emptive rights shall follow the procedure outlined below:

(a) they shall submit their ID card, their tax registration number, a printout from the DSS, and a certificate according to which their pre-emptive rights have been blocked, such certificate to be obtained from the Participant of their Securities Account

(b) when exercising their rights, they shall provide their DSS account number, the DSS securities account number, the name of the authorised Participant of their securities account where they want the New Shares corresponding to the exercised pre-emptive right to be registered.

(c) they shall pay the total price of the New Shares corresponding to the pre-emptive rights being exercised into a special bank account opened for the purpose of this Increase.

The payment of the above amount will be made either by depositing cash into the special bank account that has been opened specifically for this Increase or by debiting a deposit account held by the Shareholder at BETA Securities SA by an amount equal to the total price of the New Shares that correspond to the exercised pre-emptive right and then an equal amount credited to the above special account of the Increase.

After the pre-emptive rights are exercised, subscribers shall receive a receipt which shall not constitute an interim share certificate nor shall it be tradable.

If more than one subscription by the same natural person or legal entity is identified on the basis of DSS data, all such subscriptions shall be treated as a single subscription.

Pre-emptive rights not exercised by the end of the subscription period shall be automatically extinguished and cease to exist.

Investors who exercise pre-emptive rights shall not be charged with the cost of settling and crediting the New Shares or any other cost. When acquiring pre-emptive rights, the purchaser shall pay the requisite costs agreed with the securities firm or Bank he collaborates with for the above purchase and the transfer fees applied by HCSD.

New Shares shall be released to beneficiaries in dematerialised form by crediting them to their Securities Accounts held at the DSS indicated by the beneficiaries.

No fractional Shares will be issued. Any fractions of Shares corresponding to the pre-emptive rights that are exercised will be rounded up to the immediately smallest integer number of Shares per beneficiary at the time of exercise, while it will not be possible to exercise rights for any remaining fraction of a Share.

In the event that for any reason the paid consideration for the New Shares must be returned to the persons exercising pre-emptive rights, this will be returned free of interest.

## **Procedure for exercising pre-subscription option**

According to the decision of Company's Board of Directors dated 12.07.2022, the persons who fully exercised the pre-emptive options they held have the right to pre-subscribe for the acquisition by each person who exercised at the Issue Price, of New Shares that may remain Unsold after the timely exercise or extinction of the pre-emptive rights. The pre-subscription option may be exercised for the acquisition of

Unsold Shares that will not exceed in number 100% of the New Shares resulting from the exercised pre-emptive rights of the person who exercises it.

The pre-subscription option will be exercised simultaneously with the pre-emptive right throughout the pre-emptive right exercise period either through the Participants of the investors' Securities Accounts (AEPEY or bank custodian) by submitting an application to them, or directly at the offices of BETA Securities SA (for investors who do not wish to exercise their rights through their Participants).

The payment of the pre-subscription amount will be made either by depositing cash to the special bank account that has been opened specifically for this Pre-subscription or by debiting a deposit account held by the Shareholder at BETA Securities SA.

Beneficiaries of the pre-subscription option, as long as they fully exercise their pre-emptive rights, may exercise the pre-subscription option to cover any Unsold Shares, by signing a written statement at the offices of BETA Securities SA where the number and value of the New Shares they wish to acquire will be stated. The exercise of the pre-subscription option will be carried out by freezing a deposit account that the person exercising the right of pre-subscription maintains or will open at BETA Securities SA, for an amount equal to the value of the New Shares for which he exercises the pre-subscription option.

BETA Securities SA, on the date on which the pre-subscription option of the beneficiaries is satisfied in whole or in part, it will debit the account with an amount equal to the total price of the New Shares which may be ultimately sold to the subscriber and then credited to the special account of the Increase.

Beneficiaries of the pre-subscription option who will exercise the pre-subscription option through the Participants will submit the relevant application through them, which will specify the number of New Shares for which the pre-subscription option is exercised.

Participants should be authorised by the holders of pre-emptive rights and take the corresponding steps above to properly exercise the pre-emptive rights on behalf of their clients.

The total price of the New Shares corresponding to the exercised pre-subscription option is paid when the right is exercised (by the exercising investor or the Participant through whom it exercises the pre-subscription option, as the case may be) to the special account opened for the pre-subscription in Piraeus Bank.

If the same persons (based on DSS data) are found to have submitted more than one pre-subscription option application, all such pre-subscription options shall be treated as a single pre-subscription option.

After the pre-subscription options are exercised, subscribers shall receive a receipt which shall not constitute an interim share certificate nor shall it be tradable.

If the number of unsold new shares is higher than the number of shares requested as part of the pre-subscription process, all pre-subscription applications will be satisfied in full. In the event that the number of Unsold Shares is not sufficient to fully satisfy the demand expressed by subscribers, the latter will be satisfied proportionally based on the number of New Shares for which they exercised the pre-subscription option in

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relation to the total Unsold Shares until they are fully exhausted. Amounts paid during the exercise of the pre-subscription option that will not be used to cover Unsold Shares will be returned without interest to subscribers.

## Procedure for Covering Unallocated Shares

In the event that after the distribution of New Shares based on the exercised pre-emption rights, and the Subscription Rights, there are Unallocated Shares available, those may be sold at their Issue Price at the discretion of the Board of Directors in accordance with article 26 par.4 of L.4548/2018, as in force.

If there are still Unallocated Shares, the share capital of the Company will increase up to the amount of coverage according to article 28 of Law 4548/2018, as in force. Fractional shares will not be issued.

## Withdrawal

Where important new facts, material errors or material inaccuracies arise during the period between approval of the Prospectus and the end of the Public Offering or the start of trading on a regulated market, the Issuer shall be obliged to publish a supplement to the Prospectus in accordance with Article 23 of Regulation (EU) 2017/1129, as applicable.

In case of publication of a supplement to the Prospectus, in accordance with par. 2a) of article 23 of Regulation (EU) 1129/2017, as in force, investors who have already agreed to subscribe or pre-subscribe for the acquisition of New Shares before publication of the supplement, may withdraw from their subscription application, within three (3) working days from the publication of the supplement. This withdrawal period may be extended by the Company. The final date for exercising the withdrawal right shall be indicated in the Prospectus Supplement.

## Prospectus

Further information about the Company, the New Shares, and the Share Capital Increase is included in the Prospectus (the “**Prospectus**”), which has been approved by the Board of Directors of the Hellenic Capital Market Commission on 14.07.2022, and which will be available from 15.07.2022 to public investors, in accordance with article 21 par. 2 of Regulation (EU) 2017/1129, as in force, in electronic format on the following websites:

- of Hellenic Stock Exchanges - Athens Stock Exchange SA (<https://www.athexgroup.gr/web/guest/companies-information-memorandum-informative-material> )
- of the Hellenic Capital Market Commission of the company ( [http://www.hcmc.gr/el\\_GR/web/portal/elib/deltia](http://www.hcmc.gr/el_GR/web/portal/elib/deltia) )
- of the company (<https://www.andromeda.eu/en/share-capital-increase-2022/> )

Furthermore, during the period of exercise of the pre-emption rights, the Prospectus will be available to investors free of charge and in printed copies, if requested, at the Company's premises at 7, T.Kavalieratou str., Kifisia 14564.

The commencement date of trading of the New Shares on the ATHEX, following the completion of the Increase, will be determined by the Company and will be published by a new announcement, in accordance with applicable law.

For further information, shareholders can address questions to Investor Relations (contact person Mrs Maria Marina Printsiou . tel: +30 210-6289341).

Kifisia, 15.07.2022

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