



DRAFT RESOLUTIONS – BOARD of DIRECTORS COMMENTS
ON THE ITEMS OF THE AGENDA OF THE
ANNUAL GENERAL MEETING AS OF 9.7.2019

ITEM 1:

Submission and approval of the Annual Financial Statements of the Company for the fiscal year 2018, along with the relevant report of the Board of Directors and the Auditors' report.

Required quorum: 1/5 (20%) of company's paid up capital

Required majority: 50% +1 of the votes represented at the General Meeting

The Annual Financial Report 2018, which contains the annual financial statements, the report of the Board of Directors and the independent Auditor's report, is available at company's website www.krikri.gr.

The Board of Directors proposes the approval of Financial Statements 2018 and the related Board of Directors report and the independent Auditor's report, as released on 24/4/2019.

ITEM 2:

Distribution of profits of the fiscal year 2018.

Required quorum: 1/5 (20%) of company's paid up capital

Required majority: 50% +1 of the votes represented at the General Meeting

The Board of Directors proposes the following allocation of profits:

(Amounts in Euro)

| | |
|--|-------------------------------|
| Profits after tax 2018 | 10.122.167 |
| Plus: Balance of taxed profits carried forward | 153.961 |
| | <hr/> 10.276.128 <hr/> |
| <u>Distributed as:</u> | |
| Legal reserve | 505.521 |
| Dividend | 4.959.770 |
| Compensation to members of BoD | 366.602 |
| Profits carried forward | 4.444.235 |
| | <hr/> 10.276.128 <hr/> |

For the fiscal year 2018, the Board of Directors proposes the distribution of **gross dividend of €0,15 per share.**

The Board of Directors proposes the distribution of profits as above.

ITEM 3:

Approval of the overall management of the Company according to article 108 of Law 4548/2018, as in force, and discharge of the Statutory Auditors of the Company from any liability for compensation for the fiscal year 2018.

Required quorum: 1/5 (20%) of company's paid up capital

Required majority: 50% +1 of the votes represented at the General Meeting

The Board of Directors proposes the approval of the overall management of the Company according to article 108 of Law 4548/2018, and to discharge of the Statutory Auditors of the Company from any liability for compensation for the fiscal year 2018.

The Board of Directors proposes the approval of the overall management and to discharge the auditors.

ITEM 4:

Election of certified Auditors for the audit of the financial statements of the Company for the fiscal year 2019.

Required quorum: 1/5 (20%) of company's paid up capital

Required majority: 50% +1 of the votes represented at the General Meeting

The Board of Directors, following relevant recommendation from the Audit Committee, proposes the re-election of the auditing firm "SOL S.A." for the audit of company's financial statements for the fiscal year 2019 and the issuance of certificate of tax compliance. It is proposed, the Board of Directors to be authorized to decide the audit fees and send a written notification to the elected auditing firm within five (5) days.

The Board of Directors proposes the election of two (2) auditors from SOL S.A, and the authorization to the Board of Directors to decide the audit fees.

ITEM 5:

Grant of permission to the members of the Board of Directors and the Company's managers to participate in the Boards of Directors or in the management of other companies.

Required quorum: 1/5 (20%) of company's paid up capital

Required majority: 50% +1 of the votes represented at the General Meeting

The Board of Directors proposes to grant permission to the members of the Board of Directors and the Company's managers to participate in the Boards of Directors or in the management of other companies, except from competitive companies which are pursuing the same or similar objectives as of those pursued by the Company.

The Board of Directors proposes to grant permission to the members of the Board of Directors and the Company's managers to participate in the Boards of Directors or in the management of other companies