



## Announcement

### **Listing and initiation of trading of the new shares of ELLAKTOR S.A. which were issued due to the increase of its share capital in the context of the merger with absorption of the company EL.TECH. ANEMOS S.A.**

ELLAKTOR S.A. (hereinafter the "Company" or "ELLAKTOR S.A.") announces that on 25.07.2019 the trading of its 37,270,690 new common voting shares will be initiated at Athens Exchange (hereinafter "ATHEX"), which were issued due to the increase of the share capital for the merger by absorption of the company EL.TECH. ANEMOS S.A. (hereinafter the "EL.TECH. ANEMOS S.A.") by the Company (hereinafter the "Merger").

In particular, the General Meetings of the shareholders of ELLAKTOR S.A. and EL.TECH. ANEMOS SA held on 21.05.2019, resolved, among others:

- (a) The approval of the Merger between ELLAKTOR S.A. and EL.TECH. ANEMOS S.A., by absorption of the latter by the former.
- (b) The approval of the Draft Merger Agreement, as it was approved by the Board of Directors of the two above merging companies.
- (c) The increase of the ELLAKTOR's S.A. share capital:
  - (i) by the amount of € 8,804,100.00, namely the amount of the contribution of the nominal share capital of ELTECH ANEMOS S.A. following a write-off, of the Company's participation in ELTECH ANEMOS S.A., of an amount of €15,996,000 as a result of the Merger,
  - (ii) by the amount of € 29,584,710.70 by capitalization of part of the Company's account "Share Premium Reserve".

Following the aforementioned increase, the Company's share capital amount to €220,700,163.09 divided 214,272,003 common registered shares, having each a nominal value of €1.03.

The exchange ratio for the shareholders of the merging companies ELLAKTOR SA and EL.TECH. ANEMOS S.A. is as follows:

- The shareholders of the absorbed company EL.TECH. ANEMOS S.A. (except the absorbing company, ELLAKTOR S.A.) will exchange every one (1) share with 1.27 new, dematerialized, common voting shares of the absorbing ELLAKTOR S.A. of nominal value €1.03 each.
- The shareholders of the Absorbing Company will retain the common shares they possessed before the Merger, with a nominal value €1.03 each.

The Merger was approved on 19.07.2019 with the decision of the Ministry of Development and Investments No 76458/19.07.2019, and was registered, on the same day, in the General Commercial Registry, with Registration Number 1797304. In accordance with the above mentioned decision of the Ministry of Finance and Development, the amendment of the article 3 and 5 of the Company's Articles of Association was also approved, regarding the aforementioned amendment of the Company's share capital.

The Corporate Actions Committee of the ATHEX at its meeting held on 17.07.2019 approved the admission to trading to the ATHEX of the 37,270,690 new common voting shares of nominal value €1.03 each, which were issued due to the Merger.

Beneficiaries of the new shares issued due to the Merger, are the shareholders who will be registered in the Dematerialized Securities System (the "DSS") on 23.07.2019 (record date) as shareholders of the listing company EL.TECH ANEMOS S.A.

The new shares that resulted from the Merger will be credited, in accordance with the approved exchange ratio, in the shareholders' accounts and securities accounts in the DSS on 24.07.2019, after the close of the ATHEX trading session.

The opening price of the Company's shares in the ATHEX, since 22.07.2019, will be determined in accordance with the ATHEX Rulebook and in conjunction with the decision number 26 of the Board of Directors of ATHEX, as in force.

The document of article 4 of L. 3401/2005, as in force, regarding the Merger (hereinafter the «Document»), for the content of which the Board of Directors of the Hellenic Capital Markets Commission has been informed on 19.07.2019, is available to the investors since 19.07.2019 in electronic format, on the websites of:

ELLAKTOR's : <https://ellaktor.com/arxikh/sygchoneysi-ellaktor-el-tech-anemos/>  
EL.TECH. ANEMOS's : <https://www.eltechanemos.gr/investor-relations/merger/>  
the Athens Exchange: <http://athexgroup.gr/el/web/guest/company-prospectus/>

In addition, printed copies of the said Document will also be available to the investors free of charge, upon their request, at the ELLAKTOR's offices at 25 Ermou Str., P.C. 145 64, Kifissia.

For further information, Shareholders may contact the Company's Investor Relations Department (tel. +30 210-8185078 & + 30 210-8185076), during working days and hours.

Kifissia, 19 July 2019