



Decisions of Ordinary General Meeting

The Ordinary General Meeting of **ELLAKTOR SA** (the Company) Shareholders, held on 30 June 2017, was attended by 160 shareholders, representing 111,259,470 ordinary registered voting shares, and therefore the quorum achieved was 62.86% of the voting share capital. (It is noted that the Company holds 4,570,034 own shares which, however, attach no voting rights and were not counted for the quorum at the General Meeting). The Meeting discussed and decided on all items of the agenda.

In particular, the Ordinary General Meeting decided the following:

With regard to item 1:

It approved the Annual Financial Statements and the Annual Consolidated Financial Statements for the fiscal year ended on 31 December 2016, after the relevant reports of the Board of Directors and of the Certified Auditor-Accountant were read aloud.

Specifically approved, among others, not to distribute dividend for the fiscal year 2016, and to transfer resulting losses to the next fiscal year in order to be offset against future gains.

Number of shares representing validly cast votes: 111,259,470

Percentage of voting share capital: 62.86%

Total number of validly cast votes: 111,259,470

Number of votes for: 102,797,936 (92.39% of votes present and represented) – Number of votes against: 8,156,031 - Abstained: 305,503.

With regard to item 2:

It released the members of the Board of Directors and the Certified Auditor-Accountant from all liability or compensation claims arising from the exercise of their duties for fiscal year 2016, in accordance with article 35 of Codified Law 2190/1920.

Number of shares representing validly cast votes: 111,259,470

Percentage of voting share capital: 62.86%

Total number of validly cast votes: 111,259,470

Number of votes for: 100,116,544 (89.98% of votes present and represented) – Number of votes against: 10,844,289 - Abstained: 298,637.

With regard to item 3:

It approved the payment of €715,000.00 representing remuneration (compensation) paid to the members of the Board of Directors for the fiscal year 2016, pursuant to article 24(2) of Codified Law 2190/1920, as in force.

The above remuneration (compensation) was pre-approved by the Ordinary General Meeting on 24.06.2016.

Moreover, the payment of €735,000.00 for remuneration (compensation) to the members of the Board of Directors for the current fiscal year 2017, pursuant to article 24(2) of Codified Law 2190/1920, was pre-approved.

Number of shares representing validly cast votes: 111,259,470

Percentage of voting share capital: 62.86%

Total number of validly cast votes: 111,259,470

Number of votes for: 94,064,088 (84.54% of votes present and represented) – Number of votes against: 13,663,085 - Abstained: 3,532,297.

With regard to item 4:

It elected, following the proposal of the Audit Committee, the certified company of Chartered Accountants PriceWaterhouseCoopers (PWC) to audit the Company's financial statements and consolidated financial statements for fiscal year 2017. Upon the proposal of the PWC, Mr. Fotios Gr. Smyrnis has been assigned as Ordinary Certified Auditor-Accountant, and Mr. Marios Th. Psaltis has been assigned as his replacement. The fee was set at the amount of €135,000.00, plus VAT.

Number of shares representing validly cast votes: 111,259,470

Percentage of voting share capital: 62.86%

Total number of validly cast votes: 111,259,470

Number of votes for: 111,159,470 (99.91% of votes present and represented) – Number of votes against: 100,000 - Abstained: 0.

With regard to item 5:

It authorised, pursuant to article 23(1) of Codified Law 2190/1920, the members of the Board of Directors and the General Management of the Company, as well as the Directors, to participate in Boards of Directors or in the Management of companies pursuing similar or contiguous purposes as those of the Company.

Number of shares representing validly cast votes: 111,259,470

Percentage of voting share capital: 62.86%

Total number of validly cast votes: 111,259,470

Number of votes for: 111,159,470 (99.91% of votes present and represented) – Number of votes against: 100,000 - Abstained: 0.

With regard to item 6:

It approved, pursuant to article 23(a) of Codified Law 2190/1920, the conclusion, the extension and or renewal of contracts made between the Company and its affiliates, within the meaning of article 32 of the Law 4308/2014.

Number of shares representing validly cast votes: 111,259,470

Percentage of voting share capital: 62.86%

Total number of validly cast votes: 111,259,470

Number of votes for: 81,507,318 (73.26% of votes present and represented) – Number of votes against: 26,312,989 - Abstained: 3,439,163.

With regard to item 7:

It appointed the members of the Audit Committee, following proposal of the BoD, in accordance with Article 44 of Law 4449/2017, as follows :

- Chariton Kyriazis, President of the Audit Committee
- Dimitrios Chatzigrigoriadis, Independent non-executive Member of the BoD, Member of the Audit Committee
- Ioannis Tzivelis, non-executive Member of the BoD, Member of the Audit Committee

It is noted that the above executives have proven sufficient knowledge of the sector in which the company operates, while the President Mr. Kyriazis and the member Mr. Hatzigrigoriadis, Independent Non-executive member of the BoD of the Company, meet the requirements of the provisions on independency of Law 3016/2002. Moreover, Mr. Kyriazis has proven sufficient knowledge in accounting and auditing.

Number of shares representing validly cast votes: 111,259,470

Percentage of voting share capital: 62.86%

Total number of validly cast votes: 111,259,470

Number of votes for: 97,685,956 (87.80% of votes present and represented) – Number of votes against: 10,034,351 - Abstained: 3,539,163.

With regard to item 8 (Other announcements):

Due to the geographical spread of the Group and its orientation towards the application of best practices, the Group's Internal Regulatory Behavior System was Institutionalized, thus ELLAKTOR and its subsidiaries adopted:

- 1st Code of Conduct and
- 2nd Ethics and Compliance Program,

which were approved by the BoD's of the Group's companies and started, based on OECD guidelines, an information program for all the members of the Group.

Kifissia, 03/07/2017