



09.12.2019 EXTRAORDINARY GENERAL SHAREHOLDERS MEETING

Drafts of proposed resolutions for the items on the Agenda

- 1. Approval of: a) the Cross Border Merger Joint Plan dated October 25th 2019 regarding the absorption of the Company's 100% affiliate Cypriot limited liability company named "GR. SARANTIS CYPRUS LIMITED", pursuant to the provisions of Laws 3777/2009, 4601/2019, 4172/2013 and of Cypriot "Corporate Law (Chapter 113)", and b) the Company's Board of Directors report dated October 25th 2019, pursuant to a. 5 of Law 3777/2009.**

It is proposed to approve the Cross Border Merger Joint Plan regarding the absorption of its 100% affiliate Cypriot limited liability company named GR. SARANTIS CYPRUS LIMITED, dated October 25th 2019, and the Company's Board of Directors report on the Cross Border Merger Joint Plan.

It is noted that the aforementioned Cross Border Merger Joint Plan was published in the GENERAL COMMERCIAL REGISTRY (G.E.MI.) on November 5th 2019 and in the Company's website on November 6th 2019.

- 2. Approval of the Cross Border Merger through the absorption of the Company's 100% affiliate Cypriot limited liability company named "GR. SARANTIS CYPRUS LIMITED", pursuant to the provisions of Laws 3777/2009, 4601/2019, 4172/2013 and of Cypriot "Corporate Law (Chapter 113)".**

It is proposed to approve the Cross Border Merger through the absorption of the Company's 100% affiliate Cypriot limited liability company named "GR. SARANTIS CYPRUS LIMITED", pursuant to the provisions of Laws 3777/2009, 4601/2019, 4172/2013 and of Cypriot "Corporate Law (Chapter 113).

- 3. Appointment of a Company's representative to sign the cross border merger agreement before a notary and authorization of the Board of Directors to coordinate other matters arising from the aforementioned cross border merger.**

It is proposed to appoint a Company's representative to sign the cross border merger agreement before a notary and authorize the Board of Directors to coordinate other matters arising from the aforementioned cross border merger.

It is noted that all relevant documents are uploaded in the Company's website: <https://ir.sarantis.gr/el/general-meetings/of-sarantis-group>