



**SUMMARY  
of the Merger Agreement Draft between  
INTRAKAT and PRISMA DOMI A.T.E.**

The Boards of Directors of the companies

(a) "**INTRACOM CONSTRUCTIONS SOCIETE ANONYME TECHNICAL & STEEL CONSTRUCTIONS**", with distinctive title "INTRAKAT", with its Head Office in the municipality of Paiania, Attica (19<sup>th</sup> km, Paiania-Markopoulo highway), General Ledger nr. 000408501000 (formerly 16205 MAE/06/b/87/37), hereunder referred to as "absorbing" and/ or "acquiring company" and

(b) "**PRISMA DOMI TECHNICAL company**" with distinctive title "PRISMA DOMI A.T.E", with its Head office in the municipality of Paiania, Attica (19<sup>th</sup> km Paiania-Markopoulo Highway), General ledger nr. 004011001000 (formerly 32288 MAE/04/b/94/195), hereunder referred to as "absorbed company",

**Hereby publicize**, as per the provisions of art. 70, par. 1, L 2190/1920, following summary of their Merger Agreement Draft, dated 10<sup>th</sup> October 2014.

The merger will be done in accordance with the provisions of article 78 of L 2190/1920 as well as those of articles 1-5 of L 2166/1993, with absorption of "PRISMA DOMI A.T.E." by "INTRAKAT", based on the Special (Transfer) Balance Sheet of 31 August 2014.

The absorbed company will transfer all of its assets and liabilities to the acquiring company, based on the financial situation stated on the balance sheet of 31 August 2014, as these will stand by the completion of the merger. Thus the acquiring company will become the exclusive owner, possessor, user and proprietor of any assets of the absorbed one.

The share capital, the number of shares and the par value of shares of the merging companies are as follows:

- A. The Shares capital of "INTRAKAT" is € 31.489.780,00 divided in 23.154.250 common nominative shares of a nominal value of € 1,36 each.
- B. The shares Capital of "PRISMA DOMI A.T.E." is € 6.426.375,00 divided in 1.285.275 common nominative shares of a nominal value of € 5,00 each.

The acquiring company already owns all the shares (100%) of the absorbed one, with an acquisition value of € 6.426.375,00.

The shares capital of the acquiring company will not change and the acquiring company has no obligation to issue new shares, since the right to issue new shares extinguished due to confusion, since it owns the entire (100%) of the shares of the absorbed company and the value of their acquisition is equal to the share capital of the absorbed company. The shares of the absorbed company upon completion of the

merger will be canceled for lack of any more value, drawn up for this purpose special Minutes Cancellation by the Board of Directors of the acquiring company.

Starting on 01.09.2014, i.e. the day after the merger balance Sheet, and continuing up to the completion of the merger, all acts and transactions of the company to be absorbed will be regarded as made on behalf and in the name of the acquiring company; any relevant financial rights or obligations will benefit or burden the acquiring company accordingly. The relative amounts will be transferred by a total recording in the books of the acquiring company.

There are no special rights or privileged shareholders to the absorbed company, nor are there any holders of other securities or titles other than shares.

According to the Statutes as well as the resolutions of the shareholders' general meetings of the absorbed company, neither its Board Members nor the Regular Auditors of the absorbed company are entitled to any extraordinary privileges or rights nor will they be granted such as per the merger agreement.

With the completion of the merger, the acquiring company will automatically substitute the absorbed one (as provided by Law and without any other formality) in all its rights, obligations and legal relations as well as in any and all ongoing litigation procedures (such substitution being by Law equivalent to a total and absolute succession).

THE BOARDS OF DIRECTORS  
OF THE COMPANIES