

**MOTIONS / DRAFT OF DECISIONS OF THE BOARD OF
DIRECTORS TO THE GENERAL MEETING
OF THE 29TH JUNE 2016**

1) FIRST ITEM OF THE AGENDA

“Submission for approval of the Company and the Group Financial Statements, prepared under the International Financial Reporting Standards (IFRS) for the fiscal year 01.01.2015 to 31.12.2015, following the hearing of the related Management Report and Chartered Accountants - Auditors’ Report.”

Upon a related motion made by the Company’s Board of Directors, the attending **shareholders are kindly requested** to approve the Financial Statements of the Company and the Group, prepared according to the International Financial Reporting Standards (IFRS) for the fiscal year 01.01.2015 to 31.12.2015, together with the Management Report and the Chartered Accountant - Auditor’s Report, attached thereto.

Aforementioned Financial Statements and Management Report and the Chartered Accountant-Auditor’s Report, have been distributed and are before you, while have also been posted on the Company’s website since 31.03.2016.

2) SECOND ITEM OF THE AGENDA

“Release of Directors and Chartered Accountants – Auditors from any liability for the management of the Company and the Company and the Group Financial Statements for the fiscal year under consideration (01.01.2015 – 31.12.2015).”

Upon a related motion made by the Company’s Board of Directors, the attending **shareholders are kindly requested** to approve the release of Directors and Chartered Accountant – Auditor from any liability for the management of the Company and the Company and the Group Financial Statements for the fiscal year 01.01.2015 to 31.12.2015.

3) THIRD ITEM OF THE AGENDA

“Election of regular and alternate Chartered Accountants – Auditors for the auditing of the Company and the Group Financial Statements, for the fiscal year 01.01.2016 to 31.12.2016 and determination of their remuneration.”

Upon a related motion made by the Company’s Board of Directors, the attending shareholders are kindly requested to elect the SA Chartered Auditor Company named “SOL S.A. CHARTERED AUDITORS” for the auditing of the Company and the Group Financial Statements for the fiscal year 01.01.2016 to 31.12.2016.

The remuneration of the said Chartered Accountants – Auditors shall be determined according to the applicable provisions of the

Chartered Auditors Association.

4) FOURTH ITEM OF THE AGENDA

“Approval of the appropriation of the Company’s financial results of fiscal year 01.01.2015 to 31.12.2015.”

Upon a related motion made by the Company’s Board of Directors, the attending **shareholders are kindly requested** to approve the non distribution of any dividend for the fiscal year 01.01.2015 to 31.12.2015 and to carry forward the period’s financial results.

5) FIFTH ITEM OF THE AGENDA

“Approval of compensations granted to Directors during the previous year and preliminary approval of remunerations and compensations to Directors for 2016, under article 24 of Codified Law 2190/1920 and article 5 of Law 3016/2002.”

Upon a related motion made by the Company’s Board of Directors, the attending shareholders are kindly requested to approve the total amount of 155.178,29 Euros, which was paid to BoD Members, as compensation for the time they spent in BoD meetings during the year 2015 and the fulfillment of their duties in general, according to the provisions of article 5 of Law 3016/2002 on Corporate Governance, as currently in force, which, moreover, had already been pre-approved partially, for the amount of 141.321.12 Euros, by the General Assembly of the last year.

Furthermore, the attending **shareholders are kindly requested** to pre-approve the granting of the amount of 241.500 Euros, equal with the one granted last year, as compensation to Directors, for the time they shall spend in BoD meetings during 2016 and the fulfillment of their duties in general, according to the aforementioned.

6) SIXTH ITEM OF THE AGENDA

“Approval of contract conclusion, in application of article 23a of the Codified Law 2190/1920, as currently in force.”

Upon a related motion made by the Company’s Board of Directors, the attending shareholders are kindly requested to approve the following, pursuant to article 23a of Codified Law 2190/1920, as applicable:

- 1) The modification of the contract dated 01.04.2015, for the provision of independent services of Mr. Dimitrios Pappas, Member of the BoD, as Director and Business Development Manager & General Manager Constructions and Infrastructure, as well as the modification of the contract dated on 01.04.2015 for the provision of independent services of the Member of the BoD above, as an Executive Registered on the Company’s Contractor Certificate,
- 2) The modification of the contract dated 02.01.2015, for the provision of independent services of Mr. Ch. Kallis, Member of the BoD and General Manager of Steel Structures, Telecom and Energy Projects, with the company.

3) The purchase of the EUROKAT company's 3.064.000 Registered shares, by the "IKAT – PRISMA" company, as part of the company's business plan, in accordance with the provisions of the Board of Directors' decision of 22.04.2016, in conjunction with the Board of Directors' decisions of 29.05.2015 and of 06.04.2015, which are also approved.

4) Financial (liquidity facilitations) and the guarantees provided by the Company to and in favor of our subsidiaries and affiliates of article 42e of C.L. 2190/1920, as well as to and in favor of joint ventures and the Societies Associations, in which the Company participates and/or its affiliated companies, and generally to approve all transactions, contracts, guarantees, etc. as detailed on page 83 and following of the Annual Financial Report.

7) SEVENTH ITEM OF THE AGENDA

"Permission to Company Directors and Managers, under article 23, par. 1 of Codified Law 2190/1920, as currently in force."

Upon a related motion made by the Company's Board of Directors, the attending shareholders are kindly requested to approve, according to article 23 par. 1 of Codified Law 2190/1920, the granting of permission to Company Directors and Managers to take, either on their own account or on the account of third parties, actions that are considered to fall within any of the

Company's objectives as well as to participate as general partners in partnerships pursuing similar objectives and participate in the share capital and/or the Board of Directors of affiliated undertakings of the Company, in the meaning of article 42 par. e of Codified Law 2190/1920.

8) EIGHTH ITEM OF THE AGENDA

"Miscellaneous announcements."

At the General Meeting of Shareholders of the Company it is announced that the Board of Directors of the Company, by its decision of 25.02.2016, accepted the resignation of the Member, Mr. Georgios S. Koliastasis, and elected Mr. George Aristotelis Anninos as a new Board of Directors member in replacement of the resigned for the remainder of his term.

Regarding this item of the agenda, there are no other announcements towards the attending shareholders.