

**"INTRACOM CONSTRUCTIONS TECHNICAL AND STEEL
CONSTRUCTIONS SA"
trade name "INTRAKAT"**

**General Commercial Registry (GEMI) no: 000408501000
(Former SA Record no. 16205/06/B/87/37)**

**Draft of motioned resolutions on the Agenda items
of the Extraordinary General Meeting of Shareholders
to be held on the 28th of December 2020**

(Article 123, par. 4, Law no. 4548/2018, as in force)

1. First Agenda Item:

Approval of the Draft Demerger Deed dated 24-11-2020, regarding transfer of the Company's hived off sector of steel constructions and transfer to 100% subsidiary company under the trade name "FRACASSO HELLAS SINGLE MEMBER SOCIETE ANONYME DESIGN AND CONSTRUCTION OF ROAD SAFETY SYSTEMS" and d.t. "FRACASSO HELLAS" after hearing:

- a) the Balance Sheet of the hived off sector dated 30.9.2020;**
- b) the report of the Board of Directors dated 24.11.2020, issued according to article 61 of L. 4601/2019;**
- c) the report of «OLYMPIA CERTIFIED AUDITORS S.A.» dated 24.11.2020, for the evaluation of the hived off sector, according to Article 17 of L.4548/2018 and**
- d) the report of «OLYMPIA CERTIFIED AUDITORS S.A.» dated 25.11.2020, on the Draft Demerger Deed, according to Article 10 of L. 4601/2019.**

Minimum required quorum: 50% - Minimum required majority: 2/3

The General Meeting of Shareholders approves, according to the Law and the Company's Articles of Association, with votes, i.e. with a percentage of % of attending shareholders, the Draft Demerger Deed dated 24-11-2020, regarding transfer of the Company's hived off sector of steel constructions and transfer to 100% subsidiary company under the trade name "FRACASSO HELLAS SINGLE MEMBER SOCIETE ANONYME DESIGN AND CONSTRUCTION OF ROAD SAFETY SYSTEMS" and d.t. "FRACASSO HELLAS" which (Draft Demerger Deed) has been registered in GEMI (*GENERAL COMMERCIAL REGISTRY*) on 27.11.2020 and published at the Company's website. The Draft of Demerger is approved after hearing:

- a) the Balance Sheet of the hived off sector dated 30.9.2020, which published at the Company's website;
- b) the report of the Board of Directors dated 24.11.2020, issued according to article 61 of L. 4601/2019, which has been registered in GEMI (*GENERAL COMMERCIAL REGISTRY*) on 24.11.2020 and published at the Company's website;
- c) the report of «OLYMPIA CERTIFIED AUDITORS S.A.» dated 24.11.2020, for the evaluation of the hived off sector, according to Article 17 of L.4548/2018, which has been registered in GEMI (*GENERAL COMMERCIAL REGISTRY*) on 24.11.2020 and published at the Company's website and
- d) the report of «OLYMPIA CERTIFIED AUDITORS S.A.» dated 25.11.2020, on the Draft Demerger Deed, according to Article 10 of L. 4601/2019, which has been registered in GEMI (*GENERAL COMMERCIAL REGISTRY*) on 25.11.2020 and published at the Company's website.

2. Second Agenda Item: Approval of the demerger of the Company through hiving off its steel constructions' sector and its transfer to 100% subsidiary company under the trade name "FRACASSO HELLAS SINGLE MEMBER SOCIETE ANONYME DESIGN AND CONSTRUCTION

OF ROAD SAFETY SYSTEMS” and d.t. “FRACASSO HELLAS” (according to Articles 57 par.2 and 58 of L. 4601/2019, as well as provisions of L.4548/2018 and Article 52 of L.4172/2013)

Minimum required quorum: 50% - Minimum required majority: 2/3

The General Meeting of Shareholders approves, pursuant to the Law and the Company’s Articles of Association, with votes, i.e. with a percentage of % of attending shareholders, the demerger of the Company through hiving off its steel constructions’ sector and its transfer to 100% subsidiary company under the trade name “FRACASSO HELLAS SINGLE MEMBER SOCIETE ANONYME DESIGN AND CONSTRUCTION OF ROAD SAFETY SYSTEMS” and d.t. “FRACASSO HELLAS” (according to Articles 57 par.2 and 58 of L. 4601/2019, as well as provisions of L.4548/2018 and Article 52 of L.4172/2013).

3. Third Agenda Item: Granting authorization for the signing of the notarial act of sector’s hiving off and for any other act necessary to complete sector’s hiving off.

Minimum required quorum: 50% - Minimum required majority: 2/3

The General Meeting of Shareholders, with votes, i.e. with a percentage of % of attending shareholders, authorizes the Board of Directors of the Company to sign the notarial act of sector’s hiving off and for any other act necessary to complete sector’s hiving off, as well as any other document required and, in general, to proceed with any other act necessary to complete sector’s hiving off.

4. Fourth Agenda Item: Approval of all resolutions and actions of the Board of Directors and the Company’s representatives regarding the above demerger through sector’s hiving off.

Minimum required quorum: 20% - Minimum required majority: 50%+1

The General Meeting of Shareholders approves, pursuant to the Law and the Company’s Articles of Association, with votes, i.e. with a

percentage of % of attending shareholders, all resolutions and actions of the Board of Directors and the Company's representatives regarding the above demerger through sector's hiving off.

5. Fifth Agenda Item: Share buy – back pursuant to art. 49 of L. 4548/2018 and granting authorization to the Board of Directors of the Company for the implementation of the decision and the observation of the legal formalities

Minimum required quorum: 20% - Minimum required majority: 50%+1

The General Meeting of Shareholders approves, pursuant to Law and the Company's Articles of Association, with votes, i.e. with a percentage of % of attending shareholders, Company's share buy back, according to article 49 of L.4548/2018, up to 10% of the paid up share capital including the own shares which have been acquired and held by the Company (total number of own shares 30.000), for a time period of 24 months . i.e. until 28.12.2022, with a minimum purchase price of € 0,30 and a maximum price of € 10,00 per share and own shares will be used in accordance with current legislation. Granting of authorization the Board of Directors for the implementation and the observation of the relevant legal formalities..

6. Sixth Agenda Item: "Miscellaneous Announcements."

Paiania, the 3rd of December 2020

THE BOARD OF DIRECTORS