

**Suggestions / comments of the Board of Directors
on the items of the agenda
of the Extraordinary General Meeting to be held on
May 9th, 2019**

The Board of Directors unanimously decides to submit to the Extraordinary General Meeting of Shareholders of May 9, 2019 and any iterative, postponed or interrupted meeting thereof, the following suggestions / comments on the items of the Agenda:

Item 1: Share capital increase up to the amount of €41.769.279,20 payable in cash, issuance of new common shares and pre-emption rights to the existing shareholders. Consequent amendment of art. 5 of the Company's Articles of Association regarding the Share Capital - Granting of authorizations.

Required quorum: 1/2 of the paid-up share capital
Required majority: 2/3 of the represented capital
Iterative Meeting required quorum: 1/5 of the paid-up share capital
Iterative meeting required majority: 2/3 of the represented capital

The Board of Directors proposes a share capital increase in cash to raise funds up to the amount of €41,769,279.20 (including the premium amount) through the issue of up to 52,211,599 new common registered shares of a nominal value of €0.50 and issue price €0.80 each with pre-emption rights in favour of the existing shareholders (the "SCI"), as well as the granting of authorization to the Board of Directors to specify and finalize the other terms of the SCI, and to proceed with all necessary actions for the completion of the SCI. The SCI aims to provide the Company with the necessary funds for the realization of its investment plan through the purchase of real estate property, pursuant to the provisions of the BoD Report drafted in accordance with article 9 of Law 3016/2002 and paragraph 4.1.3.13.2 of the Athens Exchange Regulation, which is published at the same time as this document and includes the proposed basic terms of the SCI. The Board of Directors also proposes to the General Meeting the following: (a) to allow the shareholders, if they so wish, to advance to the special account of the SCI the amount corresponding to their participating interest in the SCI, once the SCI has been approved by the HCMC and the notification has been filed with the Business Registry, as well as (b) that such prepayment amount may be used before the completion of the SCI for the purpose of making investments, including for the acquisition of the properties referred to in the second item of the Agenda.

Furthermore, as long as the SCI is approved by the General Meeting and the competent supervisory authorities, the Board of Directors proposes that article 5 of the Company's Articles of Association is amended by the addition of a new paragraph 1.12 as follows:

"1.12 Pursuant to the resolution of the Extraordinary General Meeting of the Company's Shareholders dated 09/05/2019, the share capital of the Company increased by contribution in cash at the amount of €..... through the issue of new common registered shares of a nominal value of €0.50 each and issue price of €0.80 each. The difference between the issue price and the nominal value of the new shares, i.e. the amount of € will be credited to the "Share premium" account. Therefore, the share capital of the Company amounts to €....., divided into common registered shares of nominal value € 0.50 each. "

Finally, it is proposed to authorize the Board of Directors to further specify and finalize the remaining terms of the SCI, as well as to set the SCI period for the payment of the SCI amount within the time limits of article 20 of law 4548/2018, to carry out the necessary actions for the listing of the new shares for trading in the Athens Stock Exchange and, in general, to take any action, to implement the resolution of the Extraordinary General Meeting on the present item and the completion of the SCI.

Item 2: Granting permission, pursuant to art. 28 par. 4b of L.2778/1999, as in force, for the acquisition by the Company of four commercial assets that belong to a shareholder.

Required quorum: 1/5 of the paid-up share capital
Required majority: 75% of the represented capital, excluding the transferring shareholder or shareholder with whom there is a controlling relationship with the shareholder to whom the transferred property belongs

The Board of Directors proposes to the General Meeting the granting of a special permission for the acquisition of four real estate owned by Piraeus Bank Group according to their legal titles, namely:

- Three (3) independent horizontal properties - ground floor shops (with KAEK 05 041 24 55 006/0/9, 05 041 24 55 006/0/10 and 05 041 24 55 006/0/11) and three independent horizontal properties - underground warehouses (with KAEK 050412455006/0/1, 05 0412455006/0/2 and 050412455006/0/3), in a building at the intersection of Aggelou Metaxa Street no. 18 and Grigoriou Lambraki no. 19 in Glyfada for a total consideration of € 5,630,000
- Four (4) independent horizontal properties - ground floor shops (with KAEK 05 041 22 03 001/0/54, 05 041 22 03 001/0/24, 05 041 22 03 001/0/25 and 05 041 22 03 001 / 0/26) in a building at the crossroads of Grigoriou Lambraki Street no. 16 and Ioannis Metaxas in Glyfada, for a total consideration of € 1,905,000
- Three (3) independent horizontal properties - ground floor shops (with KAEK 051165722008/0/8, 051165722008/0/9 and 051165722008/0/17) and six separate horizontal underground warehouses (with KAEK 051165722008/0/6, 051165722008/0/11, 051165722008/0/12, 051165722008/0/13, 051165722008/0/14 and 051165722008/0/15), in a building at the intersection of Kountouriotou Street, Sotiros Zeus no. 29 and Praxitelous in Piraeus, for a total consideration of € 1,465,000
- One (1) independent horizontal property-office on the first floor (with KAEK 050142413001/0/13) and ten (10) horizontal properties - parking spaces of the second basement (with KAEK 050142413001/0/74, 050142413001/0/75, 050142413001/0/76, 050142413001/0/77, 050142413001/0/78, 050142413001/0/79, 050142413001/0/80, 050142413001/0/81, 050142413001/0/82 and 050142413001/0/179), to building complex at Kifissias Avenue no. 49 in Marousi for a total consideration of € 2.300.000

As required by the provisions of Article 28 par. 4 of Law 2778/1999, the property to be transferred has been valued, according to article 17 of Law 4548/2018, by two independent appraisers and the valuation reports have been published in accordance with article 13 of law 4548/2018 and posted on the company's website <http://www.trastor.gr> on the same date as the publication of the invitation for the convening of the Extraordinary General Meeting of the Company's Shareholders. The value of all the properties transferred from Piraeus Bank Group on an annual basis does not exceed 10% of the total investments of the Company.