

Extraordinary General Meeting May 9th, 2019

Resolutions and cast of votes

The Société Anonyme under the name "TRASTOR REAL ESTATE INVESTMENT COMPANY SA" and the distinctive title "Trastor REIC", hereinafter the "Company", pursuant to art. 133 par. 2 of Law. 4548/2018, as in force, and par. 4.1.3.3 par. 1 and 2 of AthEx Regulation, hereby announces that the Extraordinary General Meeting held on May 9th, 2019 at 10.00a.m. at the Company's premises, 5 Chimarras street, Maroussi (5th floor) was attended by shareholders representing 77.722.710 shares out of a total of 80.690.653, i.e. 96,322% of the Company's paid-up share capital.

The Meeting was in quorum and convened validly resolving upon the following items:

<u>Item 1:</u> Share capital increase up to the amount of €41.769.279,20 payable in cash, issuance of new ordinary registered shares and pre-emption rights in favour of the existing shareholders. Amendment of art. 5 of the Company's Articles of Association regarding the Share Capital - Granting of authorizations.

On the first item of the agenda the General meeting unanimously resolved as follow:

- 1. Increase of the Company's share capital to raise funds up to the amount of €22,783,243.20 (including share premium) further to the majority shareholder's "Wert Red Sarl" proposal, through the issue of up to 28.479.054 new ordinary shares, with a nominal value of €0.50 and subscription price €0.80 each, by a ratio of 6 new for every 17 old shares (the "SCl"). Stock fractions will not be issued.
- 2. The resulting difference between the subscription price and the ordinary price of the Company's new shares, i.e. a total amount of up to €8,543,716.20, will be credited to the Company's equity account "Share Premium" account.
- 3. The subscription price may be higher than the market price of the Company's share at the time of detachment the pre-emption right or other applicable provisions.
- 4. Pre-emption rights will be granted to:
 - (i) shareholders of the Company holding Company's shares on the record date, as they will be resolute and announced by the Board of Directors in accordance to the provisions of the Athens Stock Exchange Regulation and
 - (ii) those who will acquire pre-emption rights during the trading period on the Athens Stock Exchange Pre-emption rights may be exercised during a 14 days period.
- 5. In case that the increase is not fully subscribed (the "Unsubscribed Shares"), shareholders that have participated in the SCI will have the right to exercise their pre-emption rights (the "Beneficiaries"), by acquiring one unsubscribed share for each new share subscribed. If the number of unsubscribed shares is insufficient to fully satisfy the beneficiaries' demand, then they shall be subscribed proportionally to the number of unsubscribed shares requested and until the demand is fully covered.
- 6. If, further to the above, there are still unsubscribed shares, the Board of Directors will have the right to allocate them at its discretion, at a price not lower than the issue price paid by the existing shareholders.
- 7. The SCI subscription deadline has been set to four (4) months, according to Article 20 of L.4548/2019, as of the date of registration of the decision at GEMI. If the increase of the share capital is not fully covered, the share capital of the Company will be increased until it meets the full amount of the SCI, according to article 28 of L.4548/2018.



- 8. Shareholders may, if they wish, 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.
- 9. The prepaid amount may be used by the Company before the completion of the SCI for the purpose of making investments, including the acquisition of the properties stated to in the second item of the Agenda.
- 10. As soon as the SCI is approved by the Institutional Authorities, article 5 of the Company's Articles of Association shall be amended with the addition of a new paragraph 1.12, stating the change in the share capital.
- 11. Granting authorization to the Board of Directors for the purpose of specifying further the remaining terms of the increase of the share capital, including the procedures for the exercise of the pre-emptive rights, the publication of the invitation to exercise the right of preference of the old shareholders, the determination of the exact date of exercising the pre-emptive right and the payment of the Increase, the preparation of all kinds of legal acts in support of the increase, the completion of necessary actions for the listing of the new Company shares to be traded on the Athens Stock Exchange, and generally, to take any action to implement the resolutions of the Extraordinary General Meeting, as well as to grant authorization to the Vice-Chairman and Managing Director to represent the Company with regards to this share capital increase and communicate with the Hellenic Capital Markets Commission.

Quorum on the paid-up share capital

Required: 1/2 (50%) Achieved: 96,322%

Majority of the represented capital

Required: 2/3 Achieved: 100%

Number of shares for which valid votes were given: 77,722,710

Number of votes in favor: 77,722,710

Number of votes against: 0 Number of abstain votes: 0

Percentage of valid votes on the paid-up share capital: 96,322% Percentage of valid votes on the represented capital: 100%

<u>Item 2:</u> 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.

The General Meeting unanimously granted permission for the acquisition of four real estate properties owned by Piraeus Bank Group according to their legal titles, namely:

- Three (3) independent horizontal properties ground floor retail 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 horizontal properties with underground storage areas (with KAEK 050412455006/0/1, 05 0412455006/0/2 and 050412455006/0/3), owned by Piraeus Leases, located at the intersection of 18 Aggelou Metaxa Street and 19, Grigoriou Lambraki street, in Glyfada for the total amount of € 5,630,000
- Four (4) horizontal properties ground floor retail 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), owned by Piraeus Leasing, located at 16, Grigoriou Lambraki Street and Ioannis Metaxas street in Glyfada, for a total amount of € 1,905,000



- Three (3) horizontal properties ground floor retail shops (with KAEK 051165722008/0/8, 051165722008/0/9 and 051165722008/0/17) and six (6) horizontal underground storage areas (with KAEK 051165722008/0/6, 051165722008/0/11, 051165722008/0/12, 051165722008/0/13, 051165722008/0/14 and 051165722008/0/15), owned by Piraeus Leasing, located at the intersection of Kountouriotou Street, 29 Sotiros Zeus street and Praxitelous street in Piraeus, for a total amount of € 1,465,000
- One (1) horizontal property, office floor, 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), owned by Piraeus Leases, located at a building complex in Kifissias Avenue no. 49 in Maroussi for a total amount of € 2,300,000

Quorum on the paid-up share capital

Required: 1/5 (20%) Achieved: 96,322%

Majority of the represented capital,

Required: 75% of the represented capital, excluding the shareholder owning the properties being transferred

Achieved: 100%

Number of shares for which valid votes were given: 45,934,907

Number of votes in favor: 45,934,907

Number of votes against: 0 Number of abstain votes: 0

Percentage of valid votes on the paid-up share capital: 56,927 Percentage of valid votes on the represented capital: 100%