

Announcement Share Capital Increase

The Société Anonyme under the name “**TRASTOR REAL ESTATE INVESTMENT COMPANY SA**” and the distinctive title “**Trastor REIC**”, hereinafter the “Company”, pursuant to par. 4.1.3.13.1 and 4.1.3.13.2 of Athens Exchange Regulation, hereby announces that the Board of Directors, in accordance with the authorization provided by the Extraordinary General Meeting of Shareholders on 29/10/2019, unanimously resolved during its meeting held on 12/12/2019 a share capital increase with the purpose to raise funds up to the amount of €72,621,587.70 (including the premium amount), through the issuance of up to 80,690,653 new ordinary registered shares with a par value of € 0.50 and a proposed issue price of € 0.90 each with pre-emption rights at a ratio of 17 new shares for every 23 existing shares (hereinafter the "SCI") and drafted the following report pursuant to art. 9 par. 1 of law 3016/2002 and par. 4.1.3.13.2 of Athens Exchange Regulation:

“Board of Directors Report

Regarding the Share Capital Increase of “Trastor Real Estate Investments Company” by cash consideration and set off, pre-emption rights in favor of the existing shareholders and issuance of new ordinary registered shares in accordance with article 9 par. 1 of the Law 3016/2002 and paragraph 4.1.3.13.2 of the Athens Stock Exchange Regulation.

1. Share Capital Increase - Terms

Pursuant to the authorization provided with the Extraordinary General Meeting of the Shareholders dated 29/10/2019, the Board of Directors of TRASTOR REIC (the "Company"), during its meeting held on 12/12/2019, resolved the share capital increase with the purpose to raise funds up to the amount of €72,621,587.70 (including the premium amount), through the issuance of up to 80,690,653 new ordinary registered shares with a par value of € 0.50 (the "New Shares") and a proposed issue price of € 0.90 (the "Issue Price") each (hereinafter the "SCI"). The existing shareholders will be granted pre-emption rights at a ratio of 17 new shares for every 23 existing shares. The SCI will be partially in cash and partially by debt set off as follows:

(a) by set off of an amount due up to a maximum of €41,084.115,00 (including the premium amount), which will arise from the convertible bond loan, the issue of which was resolved by the Extraordinary General Meeting of the Company's Shareholders dated 29/10/2019 (CBL). The exact amount to be settled by offsetting the overdue liability arising from the CBL will equal the amount paid by the bondholder for the subscription of the bonds issued under the CBL and which (capital plus interest), in accordance subject to the terms of the CBL Program dated 20/11/2019, shall become due one (1) business day prior to the commencement of the SCI subscription period (pre-emption rights exercise period), and

(b) in cash for the remaining up to the full SCI amount minus the set off under (a) amount, i.e. the amount in cash shall be from €31,537,472.70 up to €72,621,587.70 (including the premium amount).

It is clarified that the payment of part of the share capital by offset of an overdue claim by the CBL may be effected only by the exercise of the pre-emption right of existing shareholders and to this end for the payment of part of the equity share by set off the bondholder must be a pre-emption rights beneficiary, in accordance with the particulars set out below, who will also be able to pay in cash any additional remaining amount until full payment of the full amount that corresponds to its share in the amount of the SCI and any oversubscription amount in accordance with the following particulars.

The resulting difference between the issue price and the par value of the New Shares, i.e. a total of up to €32,276,261.20, will be credited to the Company's equity "Share Premium" account.

Pre-emption (the “Pre-emption Right”) rights will be granted to:

(i) shareholders of the Company holding Company's shares on the record date, as this will be resolved and announced by the Board of Directors in accordance with the provisions of the Athens Exchange Regulation and

(ii) those who will acquire pre-emption rights during the trading period on the Athens Exchange

Pre-emption rights may be exercised during a 14 days period which may be extended upon BoD resolution.

Furthermore, oversubscription rights for the acquisition of an unsubscribed shares upon submission of relevant request and simultaneous payment of the corresponding amount to those who will have fully exercised their Pre-emption Rights (the "Beneficiaries"). The Beneficiaries will be entitled to oversubscribe for the acquisition of 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.

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 those who have fully exercised their rights.

If the share capital increase is not fully subscribed for, the share capital of the Company will be increased up to the amount subscribed for, according to article 28 of L.4548/2018.

2. Report data according to paragraph 4.1.3.13.2 of the Athens Stock Exchange Regulation

2A. Report on the use of funds raised from the Company's previous share capital increase

During the Company's previous share capital increase, through payment in cash pursuant to the Extraordinary General Meeting dated 09/05/2019, a total of €22,783,243.20 was raised. The issue expenses amounted to €408,036.06 and were fully covered by the funds raised by the above increase. Therefore, the total amount recovered after deducting the issue expenses amounted to €22,375,207.14. The payment of the share capital increase was certified by the Report dated 07/08/2019 on the certification of payment of the share capital increase amount drafted by Grant Thornton SA, in accordance with the provisions of art. 20 par. 6 of law 4548/2018, as in force, with the duty of the BoD who acknowledged the Report on the same day. On 09/08/2019 the Athens Exchange approved the admission to trading on ATHEX of the 28,479,054 new shares. The trading of the new shares in the ATHEX started on 13/08/2019.

Until the day of the present BoD resolution the funds raised were allocated in Real Estate Investment according to the provisions of paragraph 3.6.9 of the Prospectus, as follows:

TABLE ON THE ALLOCATION OF FUNDS RAISED DURING THE PREVIOUS SHARE CAPITAL INCREASE

FUNDS RAISED €22,375,207.14

FUNDS INVESTED €21,548,628.00

REMAINING FUNDS €826,579.14

2B. Investment Plan - Timeframe implementation - Intended use of funds to be drawn

The Company intends to invest, in accordance with the provisions of Law 2778/1999 as in force and in accordance with its investment policy and strategy, the total net capital to be drawn from the proposed SCI, minus €4 million to retain available as working capital and as funding for costs related to the new investments.

The Company's fundamental investment objective with regard to the SCI and in general, is to create long-term value for its shareholders through its core business, namely investing primarily in commercial real estate such as office buildings, retail stores, warehouses and industrial sites, tourist properties etc. in geographical areas of high commerciality and visibility.

Specific investments have not yet been fully identified and therefore cannot be included in detail in this report. In any case, the Company intends to invest as soon as possible the funds to be raised from this SCI and, however, within eighteen (18) months following the certification of the SCI by a Certified Auditor.

The Company undertakes to provide the information required at the time of the above investments in accordance with paragraph 4.1.3.13.2 (2) of the Athens Exchange Regulation, as well as to comply with all its regulatory obligations pursuant to the applicable legislation.

2C. Statements of Key Shareholders who participate in the Board of Directors or in the Company's management.

The Company's key shareholders, WRED LLC and Piraeus Bank, with letters addressed to the BoD stated as follows:

WRED LLC stated that it intends to fully exercise the preemption rights pro rata to its shareholding in the Company as well as to subscribe for the allocation of any unallocated shares remaining after the expiration of the preemption rights exercise period. Furthermore, it stated that it intends to maintain its participation in the Company until the completion of the share capital increase and the listing of the new shares on the ATHEX, while it reserves its rights to dispose shares for the period of six (6) months after the trading commencement date.

Piraeus Bank stated that it intends to fully exercise the preemption rights pro rata to its shareholding in the Company. Furthermore, it stated that it intends to maintain its participation in the Company until the completion of the share capital increase and the listing of the new shares on the ATHEX, while it does not commit to retain its' participating interest as it will have been formed following the share capital increase for the period of six (6) months after the trading commencement date.

2D. Issue Price

The Company's Board of Directors resolved that the issue price of the new shares be set at €0.90 per New Share (the "Issue Price"). The Company's Board of Directors proposes to the General Meeting that the Issue Price may be higher than the market price at the time of detachment of the pre-emptive right or other critical time according to the provisions in force.

THE BOARD OF DIRECTORS

ATHENS, 12/12/2019"

Furthermore, with regards to the announced SCI the BoD resolved the following:

- Stock fractions will not be issued.
- 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 SCI decision at the Business Registry.
- As soon as the SCI is approved by the competent Authorities, article 5 of the Company's Articles of Association shall be amended with the addition of a new paragraph 1.13, stating the change in the share capital.
- Granting authorization to the Vice Chairman and Managing Director 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, the drafting of the Prospectus and any Supplements thereof, to represent and bind the Company before any Authority and any natural or legal entity and the communications with the Hellenic Capital Markets Commission and Athex and sign any document, application or declaration and, generally, to take any action to implement the resolutions of the Board of Directors with regards to this item of the agenda and the consummation of the share capital increase.