

**NOTICE**  
**OF EXTRAORDINARY GENERAL MEETING TO THE SHAREHOLDERS OF**

**"SIDMA", S.A.**  
**S.A. Reg. No 3618010**

In compliance with the provisions of the Law and the Articles of Association of the Company, the Board of Directors of SIDMA S.A. WITHDRAWS THE ALREADY PUBLISHED NOTICE AND INVITES their shareholders to attend the Company's Extraordinary General Meeting, to be held on Friday January 30, 2018, at 15:00, at our premises in Aspropirgos, 188, Megaridos avenue, GR 19300 Athens.

<b>AGENDA</b>
1. The amendment of the terms of the Bond Loan Agreement of € 4.000.000.
2. Various Announcements

**RIGHT TO PARTICIPATE IN THE GENERAL MEETING**

Any person who appears as a shareholder in the Book-Entry System file managed by the "Hellenic Exchanges SA Holding, Clearing, Settlement & Registry" (HELEX) (former Central Securities Depository), in which the Company's securities are kept, is entitled to participate in the General Meeting. The proof of shareholding capacity is established by presenting relevant written certification by the above body or, alternatively, through direct electronic connection of the Company with the records thereof. Shareholding capacity must exist at the commencement of 18/02/2018 (Registration Date), i.e. at the beginning of the fifth (5th) day before the date of the General Meeting and the written certification regarding shareholding capacity must be received by the Company no later than 20/02/2018, i.e. the third (3rd) day before the General Meeting is held.

For the Company, only those who have shareholding capacity on the said Registration Date are entitled to attend and vote at the General Meeting. In case of non-compliance with the provisions of article 28a of CL 2190/1920, the said shareholder participates in the General Meeting only after permission from the Company.

The exercise of these rights does not require the blocking of shares of the holder or the observance of any other similar process that may restrict the possibility of sale and transfer of shares during the time period between the Registration Date and the General Meeting.

**PROCEDURE FOR VOTING BY PROXY**

Shareholders may participate in the General Meeting and vote either in person or by proxy. Each shareholder may appoint up to three (3) proxies. Legal entities may participate in the General Meeting by appointing up to three (3) natural persons as proxies. However, if a shareholder has shares of the Company, which appear in more than one securities account, then such limitation shall not prevent the shareholder from appointing separate proxies for the shares appearing in each securities account in relation to the General Meeting. A proxy who acts on behalf of several shareholders may vote differently for each shareholder. A shareholder proxy must disclose to the Company, before the commencement of the General Meeting, any fact which might be useful to the shareholders in assessing the risk of the proxy serving interests other than those of the shareholder. Within the meaning of this paragraph, there may be a conflict of interests in particular when the proxy is:

- a) A shareholder who controls the Company or is another legal person or entity controlled by the shareholder in question.
- b) A member of the Board of Directors or of the general management of the Company or of a shareholder controlling the Company or of other legal person or entity controlled by a shareholder who controls the Company.
- c) An employee or official auditor of the Company or of a shareholder controlling the Company or of other legal person or entity controlled by a shareholder who controls the Company.

d) A spouse or first degree relative to one of the natural persons referred to in points (a) to (c).

The appointment and revocation of a shareholder proxy is done in writing and communicated to the Company in the same manner, at least three (3) days before the date on which the General Meeting is to be held.

The Company will make available on its website ([www.sidma.gr](http://www.sidma.gr)) the form which may be used for appointing a proxy. The completed form must be signed by the shareholder and submitted to the Shareholder Centre of the Company at the following address: 30, Vas. Georgiou St., Chalandri, PC 152 33, 3<sup>rd</sup> floor, or sent by fax: 210 3498281 at least three (3) days before the date of the General Meeting. Holders are responsible for confirming the successful dispatch of the proxy appointment documentation and its receipt by the Company by calling the following telephone number: 210 3498211, Ms. Orkoula Joanna.

Each share issued by the Company incorporates one voting right.

The Company's Statute does not provide for participation in the General Meeting by electronic means without the physical presence of the shareholders at the place where the Meeting is held or the possibility for remote participation in voting.

## **MINORITY RIGHTS OF THE SHAREHOLDERS**

According to the provisions of article 26 of CL 2190/1920, as currently in force, the Company informs its shareholders that their rights, referred to para.2, 2a, 4 and 5 of article 39 of the same Law, are as follows:

(a) At the request of shareholders representing one twentieth (1/20) of the paid share capital, the Board of Directors of the Company is obliged to include additional items in the agenda of the General Meeting, if the relevant request is received by the Board of Directors until 08/02/2018, i.e. at least fifteen (15) days before the General Meeting is held. Any request for recording additional items on the agenda is accompanied by a justification or a draft resolution for approval by the General Meeting and the revised agenda is published in the same manner as the previous agenda on 10/02/2018, i.e. thirteen (13) days before the date of the General Meeting and it will also be made available to the shareholders on the Company's website, along with the justification or the draft resolution submitted by the shareholders as provided in article 27 para. 3 of CL 2190/1920.

(b) At the request of shareholders representing one twentieth (1/20) of the paid share capital, the Board of Directors makes available to the shareholders as stipulated in article 27 para. 3 of CL 2190/1920, no later than 17/02/2018, i.e. at least six (6) days before the date of the General Meeting, draft resolutions on the items included in the initial or revised agenda, if the relevant request is received by the Board of Directors until 16/02/2018, i.e. at least seven (7) days before the date of the General Meeting.

(c) Upon request of any shareholder submitted to the Company until 17/02/2018, i.e. at least five (5) full days before the General Meeting, the Board of Directors must provide to the General Meeting the requested specific information regarding the affairs of the Company, to the extent that this is useful for the actual assessment of the items on the agenda.

The Board of Directors can respond uniformly to requests of shareholders having the same content. The obligation to provide information does not exist when the relevant information is already available on the Company's website, especially in the form of questions and answers.

In addition, at the request of shareholders representing one twentieth (1/20) of the paid share capital, the Board of Directors must report to the General Meeting the amounts paid to each member of the Board of Directors or the managers of the company in the last two years, as well as any other benefits to these persons by any cause or company's contract with them.

In all the above cases, the Board of Directors may refuse to provide such information citing sufficient material grounds and this should be recorded in the minutes.

(d) At the request of shareholders representing one fifth (1/5) of the paid share capital, submitted to the Company until 17/02/2018, i.e. at least five (5) full days before the General Meeting, the Board of Directors is obliged to provide the General Meeting with information on the course of corporate affairs and the assets of the Company. The Board of Directors may refuse to provide such information citing sufficient material grounds and this should be recorded in the minutes.

Respective terms for the exercise of any minority rights by the shareholders also apply in the case of Repetitive General Meetings.

In all the above mentioned cases, the requesting shareholders must prove their shareholding capacity and the number of shares held during the exercise of the relevant right. Such proof can also be supported by an

attestation from the body in which their securities are held or the verification of shareholding capacity through direct electronic connection between the body and the Company.

#### **AVAILABLE DOCUMENTS AND INFORMATION**

The information of article 27 para. 3 of CL 2190/1920 (call text for convening the Extraordinary General Meeting), the total number of shares of the Company and the respective voting rights, any comments of the Board of Directors of the Company on the agenda items and the proxy appointment form are posted in electronic form on the Company's website [www.sidma.gr](http://www.sidma.gr). Copies of the above documents will be available in the offices of the Shareholder Centre of the Company at: 30, Vas. Georgiou St., Chalandri, PC 152 33.

**Athens, 30/01/2018**  
**The Board of Directors**