

## **Decisions of the Extraordinary General Assembly**

**PLAISIO COMPUTERS S.A.** (the Company) announces that on **Tuesday December 16<sup>th</sup> 2014 at 12:00**, the Extraordinary General Assembly took place at the Headquarters of the Company (Municipality of Elefsina, Magoula Attica, and Location Skliri - Exit 2 of the Attica Road). The Shareholders, who attended in person or by correspondent, representing **18.498.688 common shares and equal voting rights, or 83,78%** of a total of 22.080.000 shares and equal voting rights of the Company.

The Extraordinary General Assembly of the Company approved each of the following issues of the Assembly's Agenda, according to article 10 of the law 3884/2010, which have been uploaded on the legally registered website of the Company ([www.plaisio.gr](http://www.plaisio.gr)).

**Issue 1<sup>st</sup>:** The shareholders unanimously approved the increase of Company's Share Capital by the total amount of two hundred twenty thousand eight hundred (220.800,00) Euros, by capitalization of: a) tax-free reserves that have been formed based on the c.l. 2238/1994, according to article 72 of c.l. 4172/2013, of amount 143.798,97 Euro and b) part of the account "Special Reserves from issuance of shares above par", of amount 77.001,03 Euros, which (increase) will be done with the increase of the nominal value of all the Company's shares by 0,01 Euros, or from 0,32 to 0,33 Euros.

Total number of shares for which valid votes were given: 18.498.688

Percentage of share capital: 83,78%

Total valid votes: 18.498.688

Votes for: 18.498.688

Votes against: 0

Abstention: 0

**Issue 2<sup>nd</sup>:** The shareholders unanimously approved the Amendment of the related Article 5 of the Company's Memorandum, as a result of the decision taken on the first issue of the Agenda, which article in its new and altered content will be as follows (amended points are the underlined ones):

### **«Article 5**

#### **SHARE CAPITAL**

- 1. The share capital of the Company amounted initially to fifteen million drachmae (15.000.000) and it was divided in three thousand (3.000) shares, of nominal value of five thousand (5.000) drachmae each.*
- 2. This share capital was paid by the founders of the Company in cash, pursuant to those specified in article 40 of the initial Articles of Association of the Company.*
- 3. By virtue of the resolution dated 15.04.1988 of the Board of Directors, the share capital of the Company was increased by the amount of drachmae twenty million (20.000.000) and amounted to thirty five*

- million drachmae (35.000.000) upon the issuance of four thousand (4.000) new shares of nominal value of five thousand (5.000) drachmae each.*
- 4. By virtue of the resolution dated 16.10.1989 of the General Meeting of Shareholders, the share capital of the Company was further increased by the amount of thirty million (30.000.000) drachmae upon the new issuance of six thousand (6.000) shares of nominal value of five thousand (5.000) thousand each.*
  - 5. By virtue of the resolution dated 27.06.1991 of the General Meeting of Shareholders, the share capital of the Company was further increased by fifty million (50.000.000) drachmae upon new issuance of ten thousand (10.000) shares of nominal value of five thousand (5.000) drachmae each.*
  - 6. By virtue of the resolution of the General Meeting of Shareholders dated 30.09.1991, the share capital of the Company was further increased by thirty five million (35.000.000) drachmae upon new issuance of seven thousand (7.000) shares of nominal value of five thousand (5.000) drachmae each.*
  - 7. By virtue of the resolution of the General Meeting of Shareholders of the Company dated 30.06.1994 the share capital of the Company was increased upon the capitalization of the surplus value that resulted from the readjustment of the real estate of the Company pursuant to Law 2065/1992 and in particular by the amount of drachmae thirty one million eight hundred forty one thousand nine hundred two (31.841.902) upon the capitalization of the reserve that was formed based on article 22 of the Law 1828/1989 by the amount of drachmae seventy one million three hundred forty three thousand (71.343.000) and with the deposit in cash by the shareholders of the amount of drachmae one million eight hundred fifteen thousand ninety eight (1.815.098), i.e. by the amount of drachmae one hundred five million (105.000.000) with the issuance of twenty one thousand (21.000) shares of nominal value of five thousand (5.000) drachmae each.*
  - 8. By virtue of the resolution of the General Meeting of Shareholders dated 28.06.1996 of the Company the share capital of the Company was increased through the capitalization of the reserve that was formed based on article 22 of the Law 1828/1989 by the amount of drachmae ninety six million ninety seven thousand four hundred sixty two (96.097.462) and with the payment in cash by the shareholders of the amount of two thousand five hundred thirty eight (2.538) drachmae, i.e. the total amount of ninety six million one hundred thousand drachmae (96.100.000) upon the issuance of nineteen thousand two hundred twenty (19.220) shares of nominal value of five thousand (5.000) drachmae each.*
  - 9. By virtue of the resolution dated 30.06.1997 of the General Meeting of Shareholders of the Company, the share capital of the Company was increased with the capitalization of the value that resulted from the readjustment of the real estate of the Company pursuant to the Law 2065/1992 by the amount of drachmae twenty million nine hundred seventy one thousand six hundred twenty two (29.971.622) and with the payment in cash by the shareholders of the Company of the amount of drachmae twenty-three thousand three hundred seventy eight (23.378), i.e. the total amount of drachmae thirty million (30.000.000) with the issuance of six thousand (6.000) shares of nominal value of five thousand (5.000) each.*
  - 10. By virtue of the resolution dated 31.08.1998 of the General Meeting of Shareholders of the Company:*
    - The share capital of the Company was increased upon the capitalization of the value that appears in the account "Special Reserves" of the amount of drachmae eighteen million nine hundred thousand*

- (18.900.000) with the issuance of three thousand seven hundred eighty (3.780) new common registered shares of five thousand drachmae (5.000) value each.*
- *It was decreased the nominal value of each share of the Company from five thousand (5.000) drachmae to one hundred drachmae (100) and the former eighty thousand (80.000) common registered shares of nominal value of five thousand drachmae each (5.000) were replaced by four million (4.000.000) new common registered shares of nominal value of one hundred (100) drachmae each.*
  - *It was increased the share capital of the Company by the amount of sixty million (60.000.000) drachmae through Public Trading, upon the issuance of six hundred thousand (600.000) new registered shares of nominal value of one hundred (100) drachmae each, in parallel with the waiver the pre-emptive right by the old shareholders in the said share capital increase.*
11. *By virtue of the resolution dated 19.01.1999 of the General Meeting of Shareholders of the Company:*
- *The resolution of the General Meeting dated 31.08.1998 it was partially revoked in respect to the part that refers to the increase of the share capital of the Company by the amount of sixty million drachmae (60.000.000) through Public Trading.*
  - *It was increased the share capital of the Company by the amount of sixty million drachmae (60.000.000) through Public Trading, with the issuance of six hundred thousand (600.000) new registered shares of nominal value of one hundred drachmae (100) each, in parallel with the waiver the pre-emptive right in the said share capital increase by old shareholders. The difference above par from the distribution of the said 600.000 shares was decided to be transferred in reserve "due to issuance of shares above par".*
12. *By virtue of the resolution dated 13.05.1999 of the General Meeting of Shareholders of the Company, the share capital of the Company was increased by the amount of drachmae 1.380.000.000 in favour of the senior shareholders, upon capitalization of equal part of the reserves account from the issuance of shares above par and the issuance of 13.800.000 new common registered shares of nominal value of drachmae 100 each, that were allocated gratis to the shareholders of the Company, at a ratio of three new shares gratis for one old share.*
13. *By virtue of the resolution dated 14.06.2000 of the General Meeting of Shareholders of the Company, the share capital of the company was increased by the amount of drachmae 368.000.000 in favour of the senior shareholders, upon the payment in cash, and the issuance of 3.680.000 new common registered shares of nominal value of drachmae 100 each, and their distribution in favour of the senior shareholders, at a ratio of two new shares gratis for ten old shares at the amount of 1.100 drachmae per share. The difference from the issuance of shares above par was decided to be transferred to the account "Special Reserve from the issuance of shares above par".*
14. *By virtue of the resolution dated 18.06.2001 of the General Meeting of Shareholders of the Company was increased by the amount of 49.128.000 drachmae, with the parallel increase of the nominal value of each share of the Company from 100 drachmae to 102,775 drachmae, upon capitalization of the reserve of the issuance of shares above par.*
15. *By virtue of the Regular General Meeting dated 23.05.2002 of the Shareholders of the Company, it was resolved:*

- a) *The increase of the share capital by the amount of two hundred twenty thousand eight hundred (220.800) Euro upon capitalization:*
- i) *The difference from the issuance of shares above par of the amount of one hundred one thousand seven hundred twenty six Euro and twenty four cents (101.726,24) and*
- ii) *The differences from the readjustment of the value of the remaining property assets of the amount of one hundred nineteen thousand seventy three Euro and seventy six cents (119.073,76) an the increase of the nominal share of the outstanding shares of the Company from thirty cents (0,30) each one to thirty one cents (0,31) each, and*
- b) *The expression of the share capital and the nominal value of the shares of the Company in Euro.*
16. *By virtue of the resolution dated 23.05.2006 of the General Meeting of Shareholders of the Company, the share capital of the Company was increased by the amount of Euro 220.800 with the parallel increase of the nominal value of the share from 0,31 to 0,32 with capitalization of above par differences from the readjustment of the value of the remaining property assets by the amount of Euro 131.483,07. Consequently, this day the share capital of the Company reaches the amount of seven million sixty five thousand six hundred Euro (7.065.600) and it is divided into twenty two million eighty thousand (22.080.000) common registered shares of nominal value of thirty two cents (0,32) each one.*
17. *By virtue of the resolution dated 16.12.2014 of the Extraordinary General Assembly of Shareholders of the Company, the share capital of the Company was increased by the amount of Euro 220.800 by: a) capitalization of the tax-free reserves have been shaped based on the c.l.2238/1994, according to article 72 of c.l. 4172/2013, of amount 143.798,97 Euros and b) part of the account "Special Reserves from issuance of shares above par", of amount 77.001,03 Euros, which increase will be fulfilled with the increase of the nominal value of all the Company's shares by 0,01 Euros, or from 0,32 to 0,33 Euros.*
- Consequently, today the share capital of the Company reaches the amount of seven million two hundred eighty six thousand four hundred (7.286.400,00) Euros and it is divided into twenty two million eighty thousand (22.080.000) common registered shares, of nominal value of thirty three cents (0,33) each».**

Total number of shares for which valid votes were given: 18.498.688

Percentage of share capital: 83,78%

Total valid votes: 18.498.688

Votes for: 18.498.688

Votes against: 0

Abstention: 0

**Issue 3<sup>rd</sup>:** The shareholders unanimously approved according with the c.l. 2190/1920 and c.l. 3156/2003, one or/and more Bond Loan(s) of amount up to fifteen millions (15.000.000,00) Euros in total, with private placement and at the same point empowerment is given to the Company's Board of Directors to determine and sign the related contracts as well as to conduct all the necessary, appropriate and beneficial actions for the referred procedure inside the above regulatory framework.

Total number of shares for which valid votes were given: 18.498.688

Percentage of share capital: 83,78%

Total valid votes: 18.498.688

Votes for: 18.498.688

Votes against: 0

Abstention: 0

**Issue 4<sup>th</sup>:** The shareholders unanimously approved the share buyback program according to the article 16 of c.l. 2190/1920, as it is in force today, and specifically it approved the purchase into a period of twenty four (24) months after the approval date of that decision - that is the 16.12.2016 - by the upper limit of six hundred sixty two thousand and four hundred (662.400) common shares, which represent 3% of the total outstanding shares of the Company, with purchase price three (3,00) Euros per share as the lowest limit and with ten (10,00) Euros per share as the upper limit. At the same time, this General Assembly, by this decision, gave empowerment to the Company's Board of Directors to conduct the referred procedure.

Total number of shares for which valid votes were given: 18.498.688

Percentage of share capital: 83,78%

Total valid votes: 18.498.688

Votes for: 18.498.688

Votes against: 0

Abstention:0

Magoula, 16<sup>th</sup> December 2014  
For Plaisio Computers S.A.