

ANNUAL GENERAL MEETING NOTICE AND PROXY POSTED

Vassiliko Cement Works Public Company Ltd announces that the Notice of the Annual General Meeting of the Shareholders of the Company, as well as the Instrument of Proxy for the said Meeting, which will take place at the Plant Offices of the Company at Vassiliko, on Thursday 19 May 2022 at 5.00 p.m., were mailed to the shareholders of the Company on 15 April 2022.

The Notice of the General Meeting, as well as the Instrument of Proxy are attached hereto and were uploaded in electronic form to the Company's website "www.vassiliko.com" ("Investor Relations / General Assemblies & Corporate Actions").

(en)

Attachments:

1. **NOTICE OF ANNUAL GENERAL MEETING**
2. **INSTRUMENT OF PROXY**

Non Regulated

Publication Date: 19/04/2022



NOTICE OF ANNUAL GENERAL MEETING

The 56th Annual General Meeting of the shareholders of Vassiliko Cement Works Public Company Limited (the “Company”) will be held at the Plant Offices of the Company at Vassiliko, on 19 May 2022 at 5:00 p.m. to transact the following business:

1. Consider the Management report of the Board of Directors for the year 2021.
2. Receive, consider and approve the annual financial statements and the report of the auditors for the year 2021.
3. Approve a total dividend payment of €0,13 per share out of the profits of the year 2020 included in Retained Earnings.
4. Elect new Directors in the place of those who retire.
5. Approve the remuneration report.
6. Fix the remuneration of the Directors for the year 2022.
7. Re-appoint KPMG Limited as the auditors of the Company and fix their remuneration for the year 2022.
8. Transact any other business which, in accordance with the Company’s Articles of Association, can be presented at the Annual General Meeting.

By order of the Board
M. MAVRIDOU
Secretary

7 April 2022



Notes to the Notice of the Annual General Meeting

ENTITLEMENT TO PARTICIPATE IN THE ANNUAL GENERAL MEETING

1. Any person appearing as a shareholder in the Register of Members of the Company on the record date is entitled to participate in the Annual General Meeting. Each ordinary share is entitled to one vote. The record date for determining the right to vote at the Annual General Meeting is 17 May 2022. Transactions which will be taking place on 16 May 2022 and thereafter will not be considered in determining the right to vote at the Annual General Meeting.
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his behalf. Shareholders may appoint any person as their proxy. Such proxy need not be a member of the Company. Shareholders who appoint a proxy to vote on their behalf, but wish to specify how their votes will be cast, should tick the relevant boxes on the Form of Proxy.
3. The instrument appointing a proxy, which is available on the website of the Company at www.vassiliko.com (under Investors Relations), must be deposited at the Registered Offices of the Company (1A, Kyriakos Matsis Avenue, 4th Floor, CY-1082 Nicosia, Cyprus, fax +357 24 332 651) 24 hours prior to the commencement of the business of the Annual General Meeting.
4. If such appointor is a company, the Form of Proxy must bear the name of the company, and be signed by its duly authorised officer/s. In the case of joint shareholders, the Form of Proxy can only be signed by the person whose name appears first in the Register of Members. Shareholders should confirm that the form of proxy has been successfully received by the Company by calling +357 24 855 555.
5. Shareholders and/or their proxies who will attend the Annual General Meeting are requested to carry with them their identity card, or other proof of identification.
6. Any legal entity, which is a shareholder of the Company, may by resolution of its Directors or other governing body, authorise such person, as it thinks fit to act as its representative at any meeting of the Company, and the person so authorised shall be entitled to exercise the same powers on behalf of the corporation which he/she represents, as that corporation could exercise, if it were an individual member of the Company.

VOTING PROCEDURES AT THE ANNUAL GENERAL MEETING

7. At the Annual General Meeting, a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is (before or on the declaration of the result of the show of hands) demanded:
 - a. by the Chairman, or
 - b. by at least three members present in person or by proxy, or
 - c. by any member or members present in person or by proxy and representing not less than one-tenth of the total voting rights of all the members having the right to vote at the meeting, or

- d. by a member or members holding shares in the Company conferring a right to vote at the meeting being shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all the shares conferring that right.
8. If a poll is demanded in the manner aforesaid, it shall be taken in such a manner, as the Chairman shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand for a poll may be withdrawn.

SHAREHOLDERS RIGHTS AT THE ANNUAL GENERAL MEETING

9. Pursuant to article 127B of Cyprus Companies Law, Cap. 113, shareholders of the Company have the right to put an item on the agenda of the Annual General Meeting, provided that the item is accompanied by a written explanation justifying the inclusion of the item or the proposed resolution for approval at the Annual General Meeting provided that:
 - a. the shareholder or group of shareholders hold at least 5% of the issued share capital of the Company, representing at least 5% of the voting rights of shareholders entitled to vote at the meeting for which an item has been added on the agenda, and
 - b. the shareholders' request to put an item on the agenda or resolution (as described above) is received by the Company's Secretary in hard copy or electronically at the addresses indicated below at least 42 days prior to the Annual General Meeting.

Vassiliko Cement Works Public Company Limited
1A, Kyriakos Matsis Avenue, 4th Floor,
CY-1082 Nicosia, Cyprus
or by fax at +357 24 332 651
or by email at investors@vassiliko.com
10. Pursuant to article 128C of the Cyprus Companies Law, Cap. 113, shareholders have a right to ask questions related to items on the agenda and to have such questions answered by the Board of Directors of the Company subject to any reasonable measures the Company may take to ensure the identification of shareholders.

OTHER INFORMATION AND AVAILABLE DOCUMENTS

11. As at 7 April 2022, the issued share capital of the Company is €30.932.457 divided into 71.935.947 ordinary shares of nominal value €0,43 each.
12. The Annual Report and Financial Statements of the Company for 2021 (incorporating the Notice to and the Agenda of the Annual General Meeting, Explanatory Notes on the Agenda Items, the Management Report, the Corporate Governance Report, the Remuneration Report, the Auditors' Report and the Financial Statements), and the Form of Proxy are available in electronic form on the website of the Company at www.vassiliko.com (Investor Relations) and in hard copy at the Company's Registered Offices, at 1A Kyriakos Matsis Avenue, 4th Floor, 1082 Nicosia.



Instrument of Proxy

I / We _____
from _____ Identity Card No _____
being Member/s of **VASSILIKO CEMENT WORKS PUBLIC COMPANY LIMITED**, hereby appoint
Mr / Ms _____ from _____
or, failing him / her, Mr / Ms _____ from _____
as my / our proxy to attend and vote for me / us and on my / our behalf at the **56th Annual General Meeting** of the shareholders of Vassiliko Cement Works Public Company Ltd to be held at the **Plant Offices of the Company, at Vassiliko, on Thursday 19 May 2022** and at any adjournment thereof as hereunder indicated in respect of the Resolutions set out in the Notice of Annual General Meeting (the "AGM Notice"), and, if no such indication is given, as my / our proxy thinks fit.

	ANNUAL GENERAL MEETING RESOLUTIONS	For (Note 5)	Against (Note 5)
1	To approve the Management Report for the year 2021.		
2	To receive and approve the Audited Financial Statements and the Auditors Report for the year 2021.		
3	To approve a dividend payment of €0,13 per share out of the profits of the year 2020 included in Retained Earnings.		
4	To re-elect the following Directors of the Company who retire by rotation: (i) To re-elect Mr. George Galatariotis as a Director. (ii) To re-elect Mr. Charalambos Panayiotou as a Director. (iii) To re-elect Mr. Antonios Katsifos as a Director. (iv) To re-elect Mr. Hakan Gürdal as a Director.		
5	To approve the Remuneration Report for the year 2021.		
6	To fix the remuneration of the Directors for the year 2022.		
7	To re-appoint KPMG Limited as the Company's Auditors for the year 2022 and to authorise the Board to fix their remuneration.		

Date _____ of _____ 2022 Signature/s _____

Notes:

- The record date for determining the right to vote at the Annual General Meeting is 17 May 2022. Transactions which will be taking place on 16 May 2022 and thereafter will not be considered in determining the right to vote at the General Meeting.
- This Instrument of Proxy must be deposited together with any other document that may be required, at the registered Office of the Company 24 hours prior to the commencement of the business of the General Meeting or the adjourned meeting.
- If the appointer is a corporation, the Instrument of Proxy must bear the official seal of the Corporation and must be signed by the Corporation's duly authorised person/s.
- In the case of joint shareholders, the Instrument of Proxy may be issued only by the shareholder whose name appears first in the Register of Members.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK (✓) IN THE EQUIVALENT BOX MARKED "For". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK (✓) IN THE EQUIVALENT BOX MARKED "Against".** If you do not indicate how you wish your proxy to vote, your proxy is authorised to vote for or against the resolution or abstain, at his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the Meeting other than those referred to in the Notice convening the Meeting.

FOR INTERNAL USE

Total number of shares held: _____

Date on which the Instrument of Proxy was received: ____ / ____ / ____