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General Meeting

TRIENA INVESTMENT PUBLIC COMPANY LTD - CAPITAL

TCAP

**Notice for Extraordinary General Meetings of TRIAINA INVESTMENTS
PUBLIC**

Please find related announcement

Attachment:

1. **Announcement en**

Non Regulated

Publication Date: 11/08/2020

**TRIAINA INVESTMENTS PUBLIC COMPANY LIMITED
HE90371**

ANNOUNCEMENT

SUBJECT: Notice for Annual General Meetings of TRIAINA INVESTMENTS PUBLIC COMPANY LIMITED

TRIAINA INVESTMENTS PUBLIC COMPANY LIMITED (the "Company") would like to announce the Annual General Meeting of the Shareholders will be held on 31st of August 2020 at 11:00am at 15 Agion Omologiton Avenue, 1080, Nicosia, Cyprus with the following agenda:

AGENDA

- 1. Examination of the Annual Financial Report, which includes the final audited financial statements of the Company for the financial year 2019.**
- 2. Retirement and candidacy for re-election of the members of the Board of Directors pursuant to Articles 17.3, 17.4 and 17.5 of the Company's Articles of Association, which provide for the retirement of Directors by rotation. The Board members retiring are Mr Antonis Mitilineos and Marina Dzaghigian and proposed for re-election is Mr Andreas Karamanos.**
- 3. Determining the remuneration of the Directors.**
- 4. Reappointment of KPMG Ltd, as the Company's external auditors, and authorisation of the Board of Directors to determine their remuneration.**
- 5. Any other matter, which may be presented at the Annual General Meeting pursuant to the Company's Articles of Association. By order of the Board of Directors.**

By order of the Board of Directors,

A.I.L. Nominee Services Ltd
Secretary

Note:

Each shareholder entitled to attend and vote at the Annual General Meeting, is entitled to appoint a proxy to attend and vote on his behalf. Such proxy does not need to be a shareholder of the Company. The proxy must be deposited at the office of the

Company's Secretary at 15 Agion Omologiton Avenue, 1080, Nicosia, at least 48 hours before the commencement of the Annual General Meeting

**TRIAINA INVESTMENTS PUBLIC COMPANY LIMITED
HE90371**

ANNOUNCEMENT

SUBJECT: Notice for Extraordinary General Meetings of TRIAINA INVESTMENTS PUBLIC COMPANY LIMITED

TRIAINA INVESTMENTS PUBLIC COMPANY LIMITED (the “Company”) would like to announce the Extraordinary General Meetings of the Shareholders will be held on 31st of August 2020 for the holders of International Shares at 9:30am, the holders of Income Shares at 10:00am and the holders of Capital Shares at 10:30am at 15 Agion Omologiton Avenue, 1080, Nicosia, Cyprus. For each Extraordinary General Meeting the following agenda will apply:

AGENDA

1. Amendment of Regulations 2.2, 2.6.1.,2.6.4, 14,1 and 33 of the Articles of Association of the Company

1. That Regulation 2.2. of the Articles of Association of the Company be and is hereby amended by replacing it with the following new provision:

“Capital Shares, Income Shares and International Investment Shares will consist of three different classes of shares for legislative purposes however, unless otherwise provided in the Articles of Association, the holders of these classes of shares will have the same rights except from the voting right as defined in Regulation 14.1 of the Articles of Association of the Company.”

2. That Regulation 2.6.1 of the Articles of Association of the Company is deleted completely.
3. That Regulation 2.6.4 of the Articles of Association of the Company be and is hereby amended by replacing it with the following new provision:

“Dissolution of the Company”

4. That Regulation 2.6.4 of the Articles of Association of the Company be and is hereby amended by replacing it with the following new provision:

“Subject to the rights or restrictions that have been imposed to any class or classes of shares and subject to any special provisions inserted in the Articles of

Association, in case of voting, each member present or represented by proxy will have 3 votes for each Capital Share that holds, 2 votes for each Income Share and 1 vote for each International Investment Share”.

5. That Regulation 33 of the Articles of Association of the Company be and is hereby amended by deleting the whole of Regulation 33 and replacing it with the following new provision:

“The life duration of the Company shall be forever unless the Company is dissolved earlier in accordance with the provisions of Regulation 2.6.4.”

2. Subdivision of the nominal value of the share

Resolution for reducing the nominal value of the shares of the Company from €0.85 to €0.001 of each share. Further to this reduction, the registered share capital of the Company will become to €8.500.000 divided into 3.400.000.000 capital shares, 3.400.000.000 income shares and 1.700.000.000 international investment shares, all having the nominal value of €0.001, while the issued share capital of the company will become to €5.798.874 divided into 2.319.549.700 capital shares, 2.319.549.700 income shares and 1.159.774.850 international investment shares.

Note:

Each shareholder entitled to attend and vote at the Extraordinary General Meeting, is entitled to appoint a proxy to attend and vote on his behalf. Such proxy does not need to be a shareholder of the Company. The proxy must be deposited at the office of the Company’s Secretary at 15 Agion Omologiton Avenue, 1080, Nicosia, at least 48 hours before the commencement of the Extraordinary General Meeting

TRIAINA INVESTMENTS PUBLIC COMPANY LIMITED

SPECIAL RESOLUTION

**EXTRAORDINARY GENERAL MEETINGS OF THE COMPANY TRIAINA INVESTMENTS
PUBLIC COMPANY LIMITED (HE 90371)**

At the Extraordinary General Meetings of the Shareholders of the Company that was held on 31st of August 2020 at Agion Omologiton 15, 1080, Nicosia the following Special Resolution was unanimously passed and approved:

SPECIAL RESOLUTION

Amendments to the Articles of Association

- THAT Regulation 2.2. of the Articles of Association of the Company be and is hereby amended by replacing it with the following new provision:

“Capital Shares, Income Shares and International Investment Shares will consist of three different classes of shares for legislative purposes however, unless otherwise provided in the Articles of Association, the holders of these classes of shares will have the same rights except from the voting right as defined in Regulation 14.1 of the Articles of Association of the Company.”

- THAT Regulation 2.6.1 of the Articles of Association of the Company is deleted completely.
- THAT Regulation 2.6.4 of the Articles of Association of the Company be and is hereby amended by replacing it with the following new provision:

“Dissolution of the Company”

- THAT Regulation 2.6.4 of the Articles of Association of the Company be and is hereby amended by replacing it with the following new provision:

“Subject to the rights or restrictions that have been imposed to any class or classes of shares and subject to any special provisions inserted in the Articles of Association, in case of voting, each member present or represented by proxy will

have 3 votes for each Capital Share that holds, 2 votes for each Income Share and 1 vote for each International Investment Share”.

- THAT Regulation 33 of the Articles of Association of the Company be and is hereby amended by deleting the whole of Regulation 33 and replacing it with the following new provision:

“The life duration of the Company shall be forever unless the Company is dissolved earlier in accordance with the provisions of Regulation 2.6.4.”

Subdivision of the nominal value of the share

- THAT the nominal value of the shares of the Company to be reduced from €0,85 to €0,001 each share.

True Copy

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A.I.L Nominee Services Ltd
Secretary

TRAINA INVESTMENTS PUBLIC COMPANY LIMITED

FORM OF PROXY

I/We, with identity card/registration no....., of.....being a Member/Members of the above-named Company, hereby appoint with identity card no., of, or failing him with identity card no. of as my/our proxy to vote for me/us or on my/our behalf at the upcoming Annual General Meeting of the Company to be held on the 31st of August 2020 at Agion Omologiton Avenue 15, 1080, Nicosia, Cyprus at 11:00am and at any adjournment thereof.

TRIAINA INVESTMENTS PUBLIC COMPANY LIMITED

FORM OF PROXY

I / We*frommember / members* of
aforementioned Company, hereby appoint Mr. / Ms.* from
..... or, if he / she* is unable to attend, Mr. / Ms.
..... from as my / our
representative, to attend and vote on my / our* behalf at the Extraordinary General Meeting of
the **holders of International Shares**, which will take place on the 31st of August 2020 at 15
Agion Omologiton Avenue, 1080, Nicosia at 9:30am and at any adjournment thereof.

Signed today on day of 2020

TRIAINA INVESTMENTS PUBLIC COMPANY LIMITED

FORM OF PROXY

I / We*frommember / members* of
aforementioned Company, hereby appoint Mr. / Ms.* from
..... or, if he / she* is unable to attend, Mr. / Ms.
..... from as my / our
representative, to attend and vote on my / our* behalf at the Extraordinary General Meeting of
the **holders of Income Shares**, which will take place on the 31st of August 2020 at 15 Agion
Omologiton Avenue, 1080, Nicosia at 10:00am and at any adjournment thereof.

Signed today on day of 2020

TRIAINA INVESTMENTS PUBLIC COMPANY LIMITED

FORM OF PROXY

I / We*frommember / members* of
aforementioned Company, hereby appoint Mr. / Ms.* from
..... or, if he / she* is unable to attend, Mr. / Ms.
..... from as my / our
representative, to attend and vote on my / our* behalf at the Extraordinary General Meeting of
the **holders of Capital Shares**, which will take place on the 31st of August 2020 at 15 Agion
Omologiton Avenue, 1080, Nicosia at 10:30am and at any adjournment thereof.

Signed today on day of 2020