



# ELVALHALCOR

HELLENIC COPPER AND ALUMINIUM INDUSTRY S.A.

Athens, May 2<sup>nd</sup>, 2019

**ANNUAL ORDINARY GENERAL MEETING  
OF THE SHAREHOLDERS OF THE COMPANY UNDER THE TRADENAME  
“ELVALHALCOR HELLENIC COPPER AND ALUMINIUM INDUSTRY S.A.”  
of May 23<sup>rd</sup> 2019**

**Shareholders' Rights  
(article 121, par. 4 of law 4548/2018)**

In view of the Annual Ordinary General Meeting of the Shareholders of May 23<sup>rd</sup> 2019, detailed information on the shareholders rights, according to the provisions of article 121, par. 4 of law 4548/2018, is listed below.

1. By request of shareholders, representing the one twentieth (1/20) of the paid-up share capital, the board of directors is obliged to convene an extraordinary general meeting of the shareholders, setting a date for this meeting, which must not be later than forty-five (45) from the date of service of the request to the chairman of the board of directors. The request includes the item of the agenda. In case no general meeting is convened by the board of directors within twenty (20) days from the service of the relevant request, the convocation is made by the requesting shareholders at the company's expense, by a court decision issued following the procedure of interim measures. This decision sets the place and date of the meeting as well as the agenda. The decision is not challenged by legal remedies. The management board convenes the general meeting in accordance with the general provisions.

2. At the request of shareholders representing the one twentieth (1/20) of the paid -up share capital, the board of directors is obliged to include additional items in the agenda of the general meeting, which has already been convened, if the relevant request is communicated to the board of directors at least fifteen (15) days prior to the general meeting, i.e. until 8.5.2019. The additional items of the agenda must be published or disclosed, under the responsibility of

the board of directors, in accordance with Article 122 of law 4548/2018 at least seven (7) days prior to the general meeting, i.e. until 16.5.2019. The request to include additional items in the agenda is accompanied by a justification or a draft decision for approval by the general meeting and the revised agenda is published in the same manner as the previous agenda, thirteen (13) days prior to the date of the general meeting, i.e. on 10.5.2019 included, and at the same time it is made available to the shareholders on the company's website along with the justification or the draft resolution that has been submitted by the shareholders, according to the provisions of article 123 paragraph 4 of law 4548/2018. If these items of the agenda are not published, the requesting shareholders are entitled to request the postponement of the general meeting in accordance with paragraph 5 and to operate the publication by themselves, as stipulated by the second subparagraph of this paragraph, at the company's expense.

3. Shareholders representing the one twentieth (1/20) of the paid-up share capital have the right to submit draft resolutions concerning items included in the original or any revised agenda of the general meeting. The relevant request must be communicated to the board of directors at least seven (7) days prior to the date of the general meeting, i.e. until 16.5.2019, the draft decisions being made available to the shareholders, according to the provisions of paragraph 3, article 123 of law 4548/2018, at least six (6) days prior to the date of the general meeting, i.e. until 17.5.2019.

4. The board of directors is not obliged to include items in the agenda or to publish or disclose them along with justifications and draft resolutions, submitted by the shareholders, according to the above paragraphs 2 and 3 respectively, in case their content obviously contradicts the law and bonos mores.

5. Upon request by a shareholder or shareholders representing the one twentieth (1/20) of the paid-up share capital, the President of the meeting is obliged to postpone only once the taking of a resolution by the general meeting, ordinary or extraordinary, for all or some items of the agenda, setting as date of resumption of the meeting the date set in the request of the shareholders, which may not be later than twenty (20) days from the date of the postponement. The general meeting which follows a postponed one, constitutes a continuation of the previous one and the publicity formalities of the invitation of shareholders may need not be repeated. New shareholders may also participate, provided that the relevant participation formalities are complied with. For the rest, paragraph 6 of Article 124 of law 4548/2018 applies.

6. Following a request of any shareholder submitted to the Company at least five full days before the general meeting, i.e. until 17.5.2019, the board of directors is obliged to provide the general meeting with the specific information requested concerning the Company's affairs, in so far as these are relevant to the items on the agenda. The board of directors may respond in a unified way to shareholders' applications with the same content. No obligation to provide information exists when the relevant pieces of information have already been available on the Company's website, especially in the form of questions and answers.

7. Following the request of shareholders representing the one twentieth (1/20) of the paid-up share capital, the board of directors is obliged to announce to the general meeting, in case the

latter is ordinary, the amounts that during the last two years were paid to each member of the Board of Directors or to the Directors of the Company, as well as any benefit to such persons from any cause or contract of the Company with them. The Board of Directors may respond in a unified way to shareholders' applications with the same content. In all the above cases, the board of directors may refuse to provide the pieces of information on the grounds of a substantial reason which is mentioned in the minutes. Such a reason may be, occasionally, the representation of the requesting shareholders in the board of directors in accordance with paragraphs 79 or 80 of law 4548/2018.

8. Following the request of shareholders representing the one tenth (1/10) of the paid-up share capital which is submitted to the Company within the time limit of paragraph 6 herein above, the board of directors is obliged to provide the general meeting with information on the course of corporate affairs and the financial situation of the Company. The board of directors may refuse to provide the information on the grounds of a substantial reason to be mentioned in the minutes. Such a reason may be, occasionally, the representation of the requesting shareholders in the board of directors in accordance with paragraphs 79 or 80 of law 4548/2018, provided that the corresponding members of the Board of Directors have received the relevant information in an adequate manner.

9. In the above cases of paragraphs 6, 7 and 8, any dispute as to whether or not the reason for refusing to provide information is substantiated or not, is resolved by the one-member court of first instance of the Company's registered office, by virtue of a decision issued in the interim measures. By virtue of the same decision the court also obliges the Company to provide the information that it has refused. The decision is not challenged by legal means.

10. Upon shareholders' request, representing the one twentieth (1/20) of the paid-up share capital, voting on an item or items on the agenda shall take place by means of open vote.

11. In all the above cases, the requesting shareholders must prove their capacity to act as shareholders and, except in the case of the first subparagraph of paragraph 6, the number of shares they hold during the exercise of the relevant right. Proof of the capacity to act as shareholder may take place by means of any legal means and, in any case, on the basis of information received by the company from the central securities depository, if it provides registry services, or through the participating and registered intermediaries at the central repository of securities in any other case.