



GENERAL COMMERCIAL AND INDUSTRIAL SA

General commercial registry number (GCRN): 121564207000

(former GCRN 7919/06 / B / 86/30)

Registered Seat: 18 km National Road Athens-Korinthos,
193 00 Aspropyrgos Attica

INVITATION TO A REGULAR SHAREHOLDERS GENERAL MEETING

Of the Limited Company bearing the name "GENERAL COMMERCIAL AND INDUSTRIAL SA"

The Board of Directors of the Societe Anonyme under the name "GENERAL COMMERCIAL AND INDUSTRIAL SA" (hereinafter for brevity reasons called the " Company ") invites pursuant to the law and its Articles of Association the Company's shareholders at the Annual Regular General Meeting on **May the 19th 2021, on Wednesday, at 15:30, at the premises of the company' s registered seat** located at 18 km of the National Road Athens - Korinthos in **Aspropyrgos, Attica**, in order to discuss and take decisions on the following items on the agenda:

- 1. Submission and approval of the Annual Financial Statements for the year ended on the 31th of December 2020 (01/01/20 20 - 31.12.2020) as well as of the related Annual Reports of the Board of Directors and the Auditors.**
- 2. Approval of the allocation of the surplus of the year 20 20 (01.01.2020 - 31.12.2020).**
- 3. Approval of dividend distribution from the profits of previous years.**
- 4. Approval of the overall management of the company by the Board of Directors during the year 2020, pursuant to the article 108 of law 4548/2018 and exemption of certified auditors from any liability for compensation.**
- 5. Election of regular and alternate Chartered Auditor from the Registry of Chartered Auditors for the corporate year 2021 and determination of their remuneration.**
- 6. Approval of the suitability policy of the Company's BoD members**
- 7. Election of the Company's new Board of Directors and appointment of its independent members, pursuant to the current regulatory framework.**
- 8. Election of the Audit Committee pursuant to the provisions of article 44 of law 4449/2017.**
- 9. Approval of the updated, pursuant to the provisions of law 4706/2020, remuneration policy pursuant to article 110 of law 4548/2018.**
- 10. Remuneration report provided by article 112 of law 4548/2018 for the year 2020 .**
- 11. Approval of the remuneration and compensations for the BoD members for the year 2020.**
- 12. Granting permission to conclude employment contracts or mandate contracts of the company with BoD members and Directors and determination of the remuneration's upper limit.**
- 13. Report of the activities of the Audit Committee for the year 2020.**
- 14. Other issues and announcements.**



In case of failing to achieve the required by law quorum for decision making on the agenda's items, any Reconvened Ordinary Annual General Meeting will be held on Wednesday, 2nd of June 2021 at 15.30 at the company's registered seat, with the same agenda items, pursuant to the provisions of article 130 par. 2 of law 4548/2018, as in force. No new invitation will be published for this Reconvened Annual Ordinary General Meeting.

Pursuant to articles 121 par. 4, 124 and 128 of law 4548/2018, as in force today, the Company informs the shareholders about the following:

A. PARTICIPATION AND VOTING RIGHT

Participation and voting right at the Annual General Meeting of 29th of April 2020 only have those who appear as the Company's shareholders in the Dematerialized Securities System ("DSS"), managed by the "GREEK CENTRAL SECURITIES DEPOSITORY SA" ("EL.K.A.T." on Friday 14th of May 2021 (record date), ie at the beginning of the fifth (5th) day before the day of the Annual General meeting on 19th of May 2021.

The aforementioned registration date also applies to any Reconvened Meeting.

The shareholder status is certified electronically by EL.K.A.T., with a direct electronic connection of the Company with the files of DSS., provided that EL.K.A.T. provides registry services or through the participating and registered intermediaries in the central securities depository in any other case. Therefore, in order to participate and vote in the General Meeting, the shareholder is not obliged to present a relevant written certificate of EL.K.A.T. Towards the company, it is considered that the right to participate and vote in the Annual Ordinary General Meeting belongs has only to those who bear the shareholder status on the Registration Date.

It should be noted that the exercise of these rights (participation and voting) does not require neither the beneficiary's shares blocking nor the observance of any other similar procedure, which limits the possibility of their selling and transferring during the period between the registration date and the date of the Annual Ordinary General Meeting.

B. SHAREHOLDER MINORITY RIGHTS

Pursuant to the article 141 par. 2, 3, 6 and 7 of Law 4548/2018, shareholders have the following rights:

(a) Upon shareholders' request representing one twentieth (1/20) of the paid-up share capital, the Company's BoD is obliged to include in the agenda of the Annual Ordinary General Meeting additional issues, if the relevant application reaches the BoD by the 4th of May 2021 ie. at least fifteen (15) days before the Annual General Meeting. The request for the inclusion of additional items on the agenda is accompanied by a justification or a draft resolution for approval by the Annual General Meeting and the revised agenda is published in the same manner as the previous agenda, the 6th of May 2021, ie. thirteen (13) days before the date of the Annual Ordinary General Meeting and at the same time is made available to the shareholders on the Company's website, together with the justification or the draft decision submitted by the shareholders as provided by paragraph 4 of article 123 of the Law 4548/2018.

(b) Upon shareholders' request representing one twentieth (1/20) of the paid-up share capital, the BoD makes available to the shareholders pursuant to the provisions of article 141 par. 3 of Law 4548/2018, no later than 13th of May 2021, i.e. six (6) days before the date of the Annual General Meeting, draft decisions





about issues included in the initial or revised agenda, if the request is reaches the BoD until the 12th of May 2021, ie at least seven (7) days before the date of the Annual Ordinary General Meeting.

(c) Upon request of any shareholder submitted to the Company until the 3^{re} of May 2021, ie. five (5) full days prior to the Annual General Meeting, the BoD has to provide to the General Meeting the requested specific information for the Company's affairs, so far that they are relevant to the items on the agenda. The BoD may refuse to provide the information for a substantial reason, which is recorded in the minutes. The BoD may respond uniformly to shareholder requests with the same content. There is no obligation to provide information when the relevant information is already available on the Company's website, in particular in the form of questions and answers. Also, upon request of shareholders, representing one twentieth (1/20) of the paid-up share capital, the BoD is obliged to announce during the Ordinary General Meeting the amounts paid during the last two years to each BoD member or managers of the Company, as well as any allowance to these persons for any reason or due to a contract between the Company and them. In all the above cases the BoD may refuse to provide the information for a substantial reason, which is recorded in the minutes.

(d) Upon request of shareholders representing one fifth (1/5) of the paid up share capital, submitted to the Company by the 3rd of May 2021, ie. At least five (5) full days before the General Assembly, the BoD is obliged to provide to the General Meeting with the information about the course of corporate affairs and the assets of the Company. The BoD may refuse to provide the information for a substantial reason, which is recorded in the minutes.

Corresponding deadlines for any exercise of shareholders minority also apply in case of Reconvened General Meetings.

In all the aforementioned cases the requesting shareholders must prove their shareholder status and, at the exception of the provisions of paragraph 6 of article 141 of law 4548/2018, the number of shares they hold when exercising the relevant right. Such proof is the presentation of a certificate from the institution in which the relevant securities are held or the certification of the shareholder status by direct electronic connection between the institution and the Company.

C. PROCEDURE FOR EXERCISING VOTING RIGHT THROUGH A REPRESENTATIVE

The shareholder participates in the Annual Ordinary General Meeting and votes either in person or through representatives. Each shareholder can appoint up to three (3) representatives. Legal entities participate in the General Assembly by appointing up to three (3) natural persons as their representatives. However, if the shareholder holds Company shares, which appear in more than one securities account, this restriction does not prevent that shareholder from appointing different representatives for the shares appearing in each securities account in relation to the General Meeting. A representative acting for more than one shareholder may vote differently for each shareholder.

The shareholder representative is obliged to notify the Company, before the beginning of the meeting of the Ordinary General Meeting, of any specific event that may be useful to the shareholders in assessing the risk that the representative will serve interests other than the interests of the shareholders by delegation. Regarding the purposes of this paragraph, a conflict of interest may arise in particular when the representative:

a) is a shareholder who exercises control of the Company or is another legal entity or entity controlled by that shareholder;





- b) is a BoD member or member of the Company's general management or a shareholder who exercises control of the Company, or of another legal entity or entity controlled by a shareholder who exercises control of the Company;
- c) is an employee or certified auditor of the Company or shareholder who exercises control of the Company, or of any other legal entity or entity controlled by a shareholder, who exercises control of the Company;
- (d) is a spouse or first-degree relative of one of the natural persons referred to the aforementioned cases (a) to (c).

The appointment and revocation of the shareholder's representative is made in writing and notified to the Company with the same types, at least forty eight (48) hours before the date of the meeting of the Ordinary General Meeting.

The Company has made available on its website ([www. Geb .gr](http://www.Geb.gr)) the form it uses to appoint a representative. This form is filed completed and signed by the shareholder to the Company's Fund at 18 km National Road Athens - Korinthos in Aspropyrgos, or sent by fax to fax: 2105572343 fat least forty-eight (48 hours before the date of the Annual Ordinary General Meeting.

The beneficiary shareholder has to take care of the confirmation of the successful dispatch of the representative appointment form and its receipt by the Company, by calling at 2105514626, during working days and hours.

D. PARTICIPATION OF SHAREHOLDERS IN THE GENERAL MEETING THROUGH TELE-CONFERENCE

The company, operating with responsibility and liability regarding the limitation the coronavirus COVID-19 spread, in order to minimize the risk of contamination of the participants in the General Assembly, in full alignment with the State guidelines and in conjunction with the provisions of Article 13 of its Articles of Association, urges its shareholders to make use of the opportunity to participate in the Ordinary General Meeting by teleconference.

Those shareholders wishing to attend the Annual General Meeting via teleconference are kindly asked to send the following data and/or documents to the Company, to the email address j.karvelas@geb.gr, at the latest by the 16th of May 2021:

1. Name/ Brandname
2. Fathers' name (individuals)
3. Name of Legal Representative and representation document (GCR- GG) from which it is evident the representation of Legal Entity (Legal entities)
4. Addresses / Registered seat
5. Identity card number/A.Δ.T. / GCR (GCR Number)
6. Telephone number through which the participation in the General Assembly will be held
7. Electronic address (e-mail) of communication
8. Nnumber of shares
9. Investor's stock number
10. Securities Account number

Shareholders who complete up to 16th of May 2021 the aforementioned process and have the right to participate in the Annual General Meeting via teleconference, will receive by the Company participation





Instructions to the electronic addresses (e-mail) indicated and from which the aforementioned data will be sent.

Shareholders who wish to participate to the Annual General Meeting by proxy through teleconference, are kindly requested to send the proxy form, uploaded on company's electronic address <https://www.gcb.gr>, completed and signed, to the Company Fund at 18 km National Road Athens - Korinthos in Aspropyrgos or by fax to: 2105572343, no later than the 16th of May 2021, while also sending to the email j.karvelas@gcb.gr, the aforementioned under number 6 and 7 data, concerning their representative/s.

Shareholders can contact the Shareholder Service for any questions at j.karvelas@gcb.gr, or by phone at 2105514626 (daily between 9:00 and 15 : 00).

E . DOCUMENTS AVAILABLE

The full text of draft decisions and any documents provided by article 123 par. 4 of law 4548/2018 will be available in hard copy at the offices of the Company's headquarters (18th km of National Road Athens - Korinth, Aspropyrgos, Attica).

F. AVAILABLE INFORMATION

The information mentioned in par. 3 and 4 of Article 123 of Law 4548/2018 will be available online on the website Company s www.gcb.gr.

Aspropyrgos, 22 April 2021

THE BOARD OF DIRECTORS

