



INVITATION

to the Annual General Meeting of Shareholders
of the société anonyme under the registered name
“INTRACOM S.A. HOLDINGS”
and the distinctive title "INTRACOM HOLDINGS"
General Commercial Registry No: 000303201000
(Former Registration No 13906/06/B/86/20)

According to law and the Company’s Articles of Association and by the 04/07/2019 relevant decision of the Board of Directors, the Shareholders of the société anonyme under the registered name “INTRACOM S.A. HOLDINGS” and the distinctive title “INTRACOM HOLDINGS” are invited to the Annual General Meeting (A.G.M.) to be held on Friday, **July 26th, 2019**, at **12:00** in Paiania, Attica (19th km Markopoulou Ave, building B7, 3rd floor), in order to discuss and decide upon the following items of the agenda:

Agenda Items

1. Submission and approval of the corporate and consolidated financial statements of the fiscal year 2018 (01.01.2018 - 31.12.2018), in accordance with the International Financial Reporting Standards (I.F.R.S.), along with the relevant Reports of the Board of Directors and the Certified Accountant Auditor
2. Approval, in accordance with article 108 of L. 4548/2018, of the overall management of the Company by the Board of Directors for the fiscal year 2018 (01.01.2018 - 31.12.2018) and discharge of the Certified Accountant Auditors, in accordance with article 117 par. 1c of L. 4548/2018
3. Election of Certified Accountant Auditors for the audit of the corporate and consolidated financial statements of the fiscal year 2019 (01.01.2019 - 31.12.2019) and the issuance of the tax certificate and determination of their fees
4. Approval of the Company’s contracts with its affiliated persons during the fiscal year 2018, in application of article 23a of C. L. 2190/1920, as was in force
5. Approval of the remuneration and compensation of the Board of Directors members for the fiscal year 2018 (1/1/2018 - 31/12/2018), determination of the remuneration and compensation for the fiscal year 2019 (1/1/2019 - 31/12/2019) and pre-approval for their

payment for the time period until the next Annual General Meeting, in accordance with article 109 of L. 4548/2018

6. Granting permission, according to article 98 par. 1 of L. 4548/2018, to the Board of Directors members and Company's Directors to participate in the Board of Directors or in the management of Company's subsidiaries and affiliates
7. Amendment, completion, abolition and renumbering provisions of the Articles of Association for operational reasons and adaptation in L. 4548/2018, in accordance with article 183 of this Law
8. Various Announcements.

In case the quorum required under the Law is not attained in order to decide the aforementioned items of the agenda, the shareholders are called to a Repetitive A.G.M. on Thursday, August 1, 2019 at 10:00 a.m., at the same place, without publishing any further invitation, in accordance with par. 2 of article 130 of L. 4548/2018.

The aforementioned issues shall be on the agenda of any Repetitive Meeting, except for those issues that have already been resolved.

According to articles 121, 123 124 par. 6 and 128 of L. 4548/2018, the Company informs shareholders on the following:

A. Right to participate and vote at the General Meeting

In the Annual General Meeting of July 26, 2019 is entitled to participate and vote whoever appears as a Company's shareholder in the Dematerialized Securities System (DSS) managed by "Hellenic Central Securities Depository "(ATHEXCSD), (the Central Securities Depository which provides registry services under the meaning of par. 6 of article 124 of L. 4548.2018), at the beginning of the (5th) day, that is July 21, 2019 ("Record Date"), before the date of the Annual General Meeting.

The above record date is valid for the Repetitive General Meeting on August 1, 2019.

Also, the same Record Date is valid as well in case of postponement of the General Meeting, provided that the meantime between the Record Date and the Repetitive Meeting (after postponement) is no longer than thirty (30) days. If this is not the case, the person entitled to participate and vote is the one recognized as a shareholder, as per the above mentioned, at the beginning of the 3rd day before the date of the Repetitive General Meeting (after postponement) (article 124 par. 6 of L. 4548/2018).

The proof of the shareholding status can be done by any legal means and according to information received by the Company from the Central Securities Depository S.A. (managed by HELEX).

The exercise of these rights (participation and voting) does not require blocking of shares or any other procedure that would restrict the possibility of sell and transfer of shares during the period between the Record Date and date of the General Meeting.

B. Procedure for voting by proxy

The shareholder may participate in the General Meeting and vote either in person or by proxies. Each shareholder may appoint up to three (3) proxies. Legal entities may participate at the General Meeting by appointing up to three (3) natural persons. However, if a shareholder has shares in a Company, which are held in more than one Securities Accounts, such limitation will not prevent the shareholder from appointing separate proxies for the shares appearing in each Account, in respect with the General Meeting. The proxy appointment is freely revoked. A proxy acting on behalf of several shareholders may vote differently for each shareholder.

The proxy votes in accordance with the shareholder's instructions, if there are any. Non-compliance by the proxy with the instructions received does not affect the validity of the resolutions of the General Meeting, even if the proxy's vote was decisive in achieving the majority.

A shareholder's proxy is obligated to inform the Company, before the General Meeting commences, any specific event which may be useful to the shareholders in assessing the risk of the proxy serving interests other than those of the shareholder's interests. Following the spirit of this paragraph, a conflict of interest may arise in particular when the proxy:

- a) is a shareholder controlling the Company or is another legal entity or an entity controlled by this shareholder,
- b) is a member of the Board of Directors or in general of the Company's management or shareholder controlling the Company, or another legal entity or an entity controlled by a shareholder who controls the Company,
- c) is an employee or auditor of the Company or shareholder controlling the Company, or other legal person or entity controlled by a shareholder who controls the Company,
- d) is a spouse or first degree relative to one of the natural persons mentioned above under cases (a) to (c).

The appointment and the revocation or replacement of a shareholder's proxy is made in writing and notified to the Company by one of the following ways, at least forty-eight (48) hours before the scheduled date of session of the General Meeting.

The Company has a form for the appointment of a proxy which is available to the shareholders:

- a) in hard copy at the Company's premises (19th klm Markopoulou Avenue, 190 02 Paiania,

Attica) and b) in electronic form on the Company's website (www.intracom.com). This form completed and signed by the shareholder must be submitted to the Company's Shareholders Service Department at: 19 km, Markopoulou Avenue, 190 02 Paiania, or sent by fax to: +30 210-6674203, within the above deadline. The shareholder is kindly requested to confirm that the proxy's appointment form is successfully received by the Company and to contact the Company at the telephone number: +30 210-6674451(Shareholders Service Department).

C. Minority Shareholders rights

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

(a) At the request of the shareholders representing one twentieth (1/20) of the paid-up share capital, the Company's Board of Directors is obliged to include additional items in the General Meeting's agenda, provided that the relevant request is received by the BoD at least fifteen (15) days before the General Meeting, that is until July 11, 2019. The request for including additional items on the agenda must be accompanied by a justification or a draft resolution for approval at the General Meeting. The revised agenda is published in the same manner as the previous agenda thirteen (13) days before the date of the General Meeting, that is until July 13, 2019 and at the same time will be available to the shareholders on the Company's website along with the justification or the draft resolution that has been submitted by the shareholders in accordance with paragraph 4 of article 123 of L. 4548/2018.

If these items are not published, the shareholders are entitled to request the postponement of the General Meeting according to paragraph 5, article 141 of L. 4548/2018 and proceed by themselves to the publication, in accordance with article 122 of L. 4548 / 2018, at least seven (7) days before the General Meeting, that is until July 19, 2019, at Company's expenses.

(b) Shareholders representing one twentieth (1/20) of the paid-up share capital have the right to submit draft resolutions for items included in the original or revised agenda of the General Meeting. The relevant request is received by the Board of Directors seven (7) days before the date of the General Meeting, that is until July 19, 2019 and the draft resolutions are available to the shareholders, in accordance with paragraph 3, article 123 of L. 4548/2018, at least six (6) days before the date of the General Meeting, that is until July 20, 2019.

(c) Following the request of any shareholder, submitted to the Company at least five (5) full days before the General Meeting, that is until July 20, 2019, the Board of Directors is obliged to provide to the General Meeting any required information concerning Company affairs, in so far as they are relevant to the items on the agenda. There is no obligation to provide such information, when the relevant information is already available on the Company's website, especially in the

form of questions and answers. In addition, at the request of shareholders, representing one twentieth (1/20) of the paid up capital, the BoD is obliged to announce to the General Meeting, if it is Annual, the amounts, which during the last two years were paid to each member of the Board of Directors or to managers of the Company, as well as any benefit to these persons for whatever reason or by whatever contract of the Company with them. In all the above cases, the BoD may refuse to provide such information for sufficiently important reason, which is recorded in the minutes. Such a reason may be, the representation of the requesting shareholders to the BoD, in accordance with articles 79 or 80 of L. 4548/2018. In the cases referred to this paragraph, the BoD may provide an overall response to requests of shareholders having the same content.

(d) At the request of shareholders representing one tenth (1/10) of the paid-up share capital submitted to the Company at least five (5) full days before the General Meeting, that is until July 20, 2019, the BoD is obliged to provide to the General Meeting information about the course of corporate affairs and the Company's assets. The BoD may refuse to provide information for an efficient and substantial reason, which is recorded in the minutes. Such a reason may be the representation of the requesting shareholders to the BoD in accordance with articles 79 or 80 of L. 4548/2018, provided that the relevant members of the BoD have received this information in a manner that is adequate.

In all of the above aforementioned cases, requesting shareholders are obliged to prove their shareholder status and with the exception of the case of the first subparagraph of paragraph c, the number of shares held by them during the exercise of the relevant right.

D. Available documents and information

The documents and information of paragraphs 3 and 4 of article 123 of L. 4548/2018 (this invitation, the documents to be submitted to the General Meeting, the draft resolutions proposed by the Board of Directors on the agenda items, the documents for voting by a proxy or representative as well as the total number of shares and voting rights) are available in electronic form on the Company's website (www.intracom.com) and in hard copy at the Company's Shareholders Service Department (19 km, Markopoulou Avenue, 190 02 Paiania), where shareholders can receive copies.

Paiania, July 4, 2019

THE BOARD OF DIRECTORS