

"THRACE PLASTICS Co. S.A."
General Electronic Commercial Registry (GEMI) No. 12512346000
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
of 2nd November 2017, on Thursday at 12:30

**Draft Resolutions / Comments of the Board of Directors on the items of the daily agenda
of the Extraordinary General Meeting**

DAILY AGENDA'S ITEMS

Issue 1:

Resolution with regard to the spin-off of the business segment of production and trade of industrial packaging products of the Company and contribution of the segment into the fully owned (100%) subsidiary Societe Anonyme under the name "THRACE POLYFILMS INDUSTRIAL AND COMMERCIAL SOCIETE ANONYME", according to the provisions of Law 2166/1993 and Law 2190/1920, and approval of the Spin-off Plan Agreement.

The Board of Directors will propose to the Extraordinary General Meeting the spin-off of the of the business segment of production and trade of industrial packaging products of the Company and contribution of the segment into the fully owned (100%) subsidiary Societe Anonyme under the name "THRACE POLYFILMS INDUSTRIAL AND COMMERCIAL SOCIETE ANONYME" according to the provisions of Law 2166/1993 and Law 2190/1920 as they are currently in effect, as well as the approval and validation of the entire terms of the common Spin-off Plan Agreement as of 27/09/2017, the Valuation Report as of 12/09/2017 with regard to the book value of the above business segment compiled by the Certified Auditor Michael K. Pappas (SOEL Reg. No. 33331) (with Transformation Balance Sheet date on 30/06/2017), and also the entire relevant statements made by the Board of Directors.

Issue 2:

Appointment of a Company's delegate for the signing of a deed, before a notary, with regard to the contribution of the business segment of production and trade of industrial packaging products of the Company into the fully owned (100%) subsidiary Societe Anonyme under the name "THRACE POLYFILMS INDUSTRIAL AND COMMERCIAL SOCIETE ANONYME", and of any other statement, as well as for carrying out any other necessary action or legal transaction towards the completion of the above mentioned spin-off procedure and contribution of the business segment.

The Board of Directors will propose to the Extraordinary General Meeting the appointment of Mr. Theodosios Kolyvas of Antonios as the Company's delegate. The Meeting will grant Mr. Kolyvas explicit and special mandate and proxy, so that in the name as well as for the account of the Company and also in the context of executing the decision that was made with regard to the first issue of the daily agenda Mr. Kolyvas proceeds with the signing of a deed, before a notary, with regard to the contribution of the business segment of production and trade of industrial packaging products of the Company into the fully owned (100%) subsidiary Societe Anonyme under the name "THRACE POLYFILMS INDUSTRIAL AND COMMERCIAL SOCIETE ANONYME", and of any other statement, formal declaration, and also proceed with any other action or legal transaction that is deemed appropriate, necessary and pertinent, towards the completion of the above mentioned spin-off procedure and contribution of the business segment.

Issue 3:

Approval of all actions, statements and legal transactions of the members of the Board of Directors of the Company, as well as of any additional members or their proxies, that were conducted in the context of the spin-off of the business segment of production and trade of industrial packaging products of the Company and the contribution of the segment into the fully owned (100%) subsidiary Societe Anonyme under the name "THRACE POLYFILMS INDUSTRIAL AND COMMERCIAL SOCIETE ANONYME".

The Board of Directors will propose to the Extraordinary General Meeting the approval of all actions, statements and legal transactions carried out by the members of the Board of Directors of the Company, as well as by any additional members or their proxies, in the context of the spin-off of the business segment of production and trade of industrial packaging products of the Company and the contribution of the segment into the fully owned (100%) subsidiary Societe Anonyme under the name "THRACE POLYFILMS INDUSTRIAL AND COMMERCIAL SOCIETE ANONYME"

Issue 4:

Change of the Company's business objective and subsequent amendment of article 3 of the Company's Articles of Association.

Following the spin-off of the business segment of production and trade of industrial packaging products of the Company, the Board of Directors will propose to the Extraordinary General Meeting the amendment of the Company's business objective and also the subsequent amendment of article 3 of the Company's Articles of Association. In its new form the article will be as follows:

«Article 3.

Business Objective

A. The Company's business objective is the following:

- *The participation in the capital as well as the financing of companies of any legal form, type and objective, listed or non-listed on an organized market, which are domiciled and legally operate in the domestic or/and the international market.*
- *The provision of accounting and tax services, the provision of organizational, IT infrastructure, administrative, business collaboration, recruitment services, and also the provision of financial and investment advisory services to any type of companies and organizations in general, of both the public and the private sector in Greece and abroad.*
- *The provision by the Company on separate basis or jointly with other physical or legal entities, in both the domestic as well as the international market of administrative, secretarial, support, organizational, economic analysis, cost analysis, estimation, supervision services as well as services with regard to the preparation and compilation of statistical, technical and economic studies and analyses in relation to any commercial, industrial, economic or investment activity in general.*
- *The provision of advisory services and services in general for the operation, expansion, development, control, administration and improvement of any work project or company, such as commercial, industrial, financial and investment company.*
- *The provision of services in the area of marketing and sales, strategic communication, the organization, coordination and the administration of communication and public relation actions, the advertising, the sales promotion, the organization of forums-seminars and exhibitions in Greece and abroad, as well as other relevant activities.*
- *The preparation of financial and investment studies, business research studies and viability studies for physical or legal entities, the survey on the prospects of certain business sectors of economic or business activity, the organization and the implementation of any type of scientific, educational and training programs in Greece and abroad.*
- *The placement, in general, of the Company's cash reserves in any kind of investments, bonds, corporate shares, securities, equities, participation securities, movable assets and financial instruments in general, listed or non-listed on an organized market, in Greece or/and abroad.*
- *The acquisition, management, development, construction, operation, disposal, leasing and utilization with any manner of any type or kind of properties.*
- *The development, study, construction, erection, restructuring, redevelopment, operation, maintenance, administration and broader utilization of buildings, residences, professional premises and in general of building facilities of any type.*
- *The preparation of studies, investment programs and the provision of technical advice on issues concerning the construction, upgrade, maintenance, organization, management, utilization and operation of building facilities and properties of any type, as well as the preparation of estimations on relevant issues for the account of third parties.*

- *The intermediation in the utilization and operation of properties via commission fees and the rendering of advisory services in the area of property development and management in general.*
- *The execution of transactions in general which include among others the purchase or sale, leasing, sub-leasing of properties domestically and abroad, and the utilization of properties in any manner as well as any business activity in relation to the above mentioned objectives.*
- *The acquisition of properties for permanent utilization and operation.*
- *The provision of internet services such as the development and hosting of websites on the internet, the digitalization of catalogues, photos, etc.*
- *The provision of services in general to any physical or legal entity in Greece or abroad, for facilitation of all the above activities.*
- *The acquisition and utilization, with any manner, of every right, trademark, patent or privilege that is deemed necessary, useful or relevant to the business objectives of the Company.*

B. Towards the fulfillment of its business objective the Company may:

- 1. To participate in any company which already operates or which is going to be established with a similar, equivalent or different business objective and of any corporate type or in any Joint Venture in Greece or abroad, and also to cooperate or establish a partnership with any domestic or foreign physical or legal entity in any manner.*
- 2. To establish subsidiary companies, branches, factories, agencies, offices and any other type of facilities or to simply appoint representatives in any place domestically or abroad.*
- 3. To acquire tangible rights on any type of properties or to lease any type of properties or movable assets in Greece as well as any type of transportation means.*
- 4. To provide guarantees and sign agreements for guarantees towards as well as with any physical or legal entity, domestic or foreign, within the applicable framework according to the law, provided that the above are related to the achievement of the corporate objectives or they are deemed necessary for their fulfillment.*
- 5. To develop and trade trademarks, licenses, know-how rights as well as other rights of intellectual, commercial and industrial ownership.*
- 6. To represent any company, domestic or foreign, with a similar, related or relevant business objective for its own account or for the account of third parties, via commission fees or via participation in the profits.*
- 7. To grant, in exchange for a fee, the utilization of its own facilities to third parties, to assign the administration of the Company to other legal entities, as well as to undertake the administration of other companies.*
- 8. To administer and come into possession of capital from companies of private law and through state-owned or international financing programs, to participate either separately or in collaboration with physical or legal entities, of any type, in auctions and tender offers in*

Greece or/and abroad and to submit tender offers in order to undertake the execution of any type of projects which are relevant to its business objective.

9. To conduct any work and activity, under the broadest available scope, which the Company views as appropriate or complementary to the above presented business objectives and generally to carry out any action which is considered either directly or indirectly as necessary, appropriate or suitable for the realization and implementation of the above presented business objectives.

Issue 5:

Change to the name of the Company and subsequent amendment of article 1 of the Company's Articles of Association.

Due to the amendment of the Company's business objective in the Articles of Association, the Board of Directors will propose to the Extraordinary General Meeting the change of the Company's name and the subsequent amendment of the relevant article 1 in the Company's Articles of Association.

Issue 6:

Other subjects and various announcements.