

## ANNOUNCEMENT

### Completion of publicity formalities of the Draft Merger Agreement between the company "ELLAKTOR S.A." and the company "ELTECH ANEMOS S.A."

#### Availability of documents to the shareholders

The *société anonyme* "ELLAKTOR S.A." ("ELLAKTOR") announces that all publicity formalities of the Draft Merger Agreement for the absorption of "ELTECH ANEMOS S.A." ("ELTECH ANEMOS") by ELLAKTOR according to the applicable provisions of articles 68 et seq. of the Greek Codified Law 2190/1920, in conjunction with the provisions of articles 1-5 of Greek Law 2166/1993, as in force, have been completed.

As of today, 18<sup>th</sup> of April 2019, the following documents are available to ELLAKTOR's shareholders on the company's website ([https://en.ellaktor.gr/merger\\_of\\_ellaktor-el\\_tech\\_anemos/](https://en.ellaktor.gr/merger_of_ellaktor-el_tech_anemos/)) relevant to it, as well as at the company's registered seat in Kifissia, 25 Ermou Street, GR 145 64 (tel. +30 210 8185078):

1. the Draft Merger Agreement dated 18.03.2019 between ELLAKTOR and ELTECH ANEMOS;
2. the transformation balance sheet of ELTECH ANEMOS dated 31.12.2018;
3. the annual financial statements of ELLAKTOR and the relevant Board of Directors' reports for the last three (3) financial years;
4. the explanatory report of the Board of Directors of ELLAKTOR to its shareholders on the Draft Merger Agreement;
5. the report of the auditing firm "RSM Greece Certified Auditors and Management Consultants SA" on the transformation balance sheet of ELTECH ANEMOS concerning the determination of the book value of its assets on 31.12.2018; and
6. the report of the auditing firm "Grant Thornton S.A." on behalf of ELLAKTOR relating to its opinion on the fairness and reasonableness of the share exchange ratio.

ELLAKTOR's shareholders are invited to take notice of the above documents, which will remain available to them until the date on which the General Meeting of ELLAKTOR's shareholders will be held to decide on the merger. The date of such General Meeting will be communicated pursuant to a separate announcement of ELLAKTOR.

Completion of the merger is subject to the condition of obtaining the approvals required by law from the General Meetings of the shareholders of each merging company and the competent authorities, as well as to the fulfilment of the substantive and procedural prerequisites provided for in, or deriving from, the contractual and other legal arrangements to which the merging companies are subject.

Kifissia, 18<sup>th</sup> April, 2019

