

“LOULIS MILLS S.A.”
MUNICIPALITY OF SOURPI MAGNISSIAS (LOULIS PORT)
GEMI: 50675444000

**Decisions draft for each item on the agenda of the invitation of the Annual
Ordinary General Meeting of 10 June 2020**
(Article 23 par. 4 of Law 4548/2018)

1. Submission for approval of the corporate and consolidated annual financial statements of the fiscal year 01.01.2019 to 31.12.2019, in accordance with the International Financial Reporting Standards (I.F.R.S.), after hearing and approving the relevant Board of Directors' Reports and the Certified Auditor's Report regarding the above mentioned year. Decision on the distribution of year's profits of the fiscal year 01.01.2019 to 31.12.2019.

Quorum required: 1/2 of the share capital	Majority required: ½ + 1 of the represented votes
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The General Meeting is called to approve the annual financial statements, which include the consolidated financial statements for the fiscal year 1.1.2019 - 31.12.2019, and the related report of the Board of Directors, approved by the Board of Directors with the minutes of BoD No. 1828/14-5-2020 as well as the report of the Auditor - Accountant.

The General Meeting is called also to approve to distribute dividend of total amount 1.198.419,60 euros i.e 0,07 euro per share to the Company's shareholders.

The General Meeting approves by a vote of, ie percentage, the Financial Statements including the Consolidated Financial Statements in accordance with International Financial Reporting Standards for the fiscal year from 1.1.2019 to 31.12.2019 and the relevant reports of the Directors and the Certified Auditor –Accountant, as well as the distribution of dividends of total amount 1.198.419,60 euros i.e 0,07 euro per share to the Company's shareholders.

2. Approval of the overall management of the Members of the Board of Directors and discharge of the Company's Auditors from all compensation liabilities regarding their activities during the fiscal year ended 31.12.2019 (1.1.2019 to 31.12.2019), as well as for the current Annual Financial Statements.

Quorum required: 1/5 of the share capital	Majority required: ½ + 1 of the represented votes
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The General Meeting decided by a vote of, ie percentage, the approval of the overall management of the Board of Directors for the corporate year ended on 31.12.2019 and the discharge of the Auditors of the Company from all compensation liabilities deriving from the exercise of their duties for fiscal year 2019 (01.01.2019-31.12.2019) as well as for the Annual Financial Statements.

3. Election of regular and alternate Certified Auditors for the audit of the fiscal year 1.1.2020 to 1.12.2020 and determination of their fees.

Quorum required: 1/5 of the share capital	Majority required: ½ + 1 of the represented votes
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Upon recommendation by the three-member Audit Committee of the Company, the President of the General Meeting proposes the election of "BDO Auditors Accountants SA" registration number SOEL 173, which would designate the regular Certified Auditor - Accountant and Auditor alternate - accountant for auditing the

annual financial statements of the Company and the Consolidated Financial Statements in accordance with International Financial Reporting Standards for the fiscal year from 1.1.2020 to 31.12.2020.

The remuneration will be determined based on the respective requirements on auditors - accountants.

The General Meeting decides and elects with votes, ie percentage% the company "BDO Auditors Accountants SA" registration number SOEL 173, which shall nominate the members of the regular Auditor - Accountant and alternate Auditor - Accountant for auditing the annual financial statements of the Company and the Consolidated Financial Statements in accordance with International Financial Reporting Standards for the fiscal year from 1.1.2020 to 31.12.2020.

4. Discussion and voting on the Remuneration Report for the fiscal year from 1.1.2019 to 31.12.2019

Quorum required: 1/5 of the share capital	Majority required: $\frac{1}{2} + 1$ of the represented votes
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Following the unanimous proposal of the Board of Directors is submitted to the General Meeting the remuneration report under article 112 of L.4548/2018 for the year 2019. The submitted remuneration report for discussion and consulting vote is made available to the Shareholders and includes the information required under article 112 of L 4548/2018.

“BOARD OF DIRECTORS REMUNERATION REPORT (article 112 L.4548/2018)

The Board of Directors of the company named “LOULIS MILLS S.A.”, according with the recommendation of the Remuneration Committee, submits this “Remuneration Report (the “Report”) for discussion as a matter of the fourth (4th) item of the agenda of the Ordinary General Assembly of shareholders of the company to be held on the 10 June 2020, in accordance with article 112 of L.4548/2018, as amended and in force.

The total remuneration of the members of the Company’s Board of Directors complies with the approved Remuneration Policy of the Company and the legislation.

The Report includes a comprehensive overview of the total remuneration of the members of the Company’s Board of Directors for the last fiscal year (2019) and all information as a minimum required by law.

Following the Ordinary General Assembly, it will be available on the corporate website of the Company for a time period of ten (10) years, as required by Law.

According to Law, the shareholders’ vote is advisory, and the BoD of the company will explain in the next Report the way the votes result of the Ordinary General Assembly of the 10th June 2020 have been taken into account.

Below is the Remuneration Report:

Total Remuneration of the Members of the Board of Directors of “LOULIS MILLS S.A.” for the year 2019 (article 112 par. 2 a´ of L. 4548/2018 as in force).

NAME	TITLE	REMUNERATION						BENEFITS	%	TOTAL ANNUAL RENUMERATION & BENEFITS
		ANNUAL GROSS SALARIES (FIXED)	%	ANNUAL GROSS SALARIES BoD	%	Contribution to the profits of the fiscal year	%			
Nikolaos Loulis	Chairman of BoD- Executive Member	21.471,13	11,5%	0,00	0,0%	113.006,39	60,6%	51.989,31	27,9%	186.466,83
Nikolaos Fotopoulos	Vice Chairman of BoD - CEO Executive Member	85.103,58	52,8%	0,00	0,0%	63.965,88	39,7%	12.244,77	7,6%	161.314,23
Konstantinos Dimopoulos	Member of BoD Executive Member	0,00	0,0%	0,00	0,0%	14.925,37	100,0%	0,00	0,0%	14.925,37
Khedaim Abdulla Saeed Faris Alderei	Member of BoD Non- Executive Member	0,00	0,0%	0,00	0,0%	0,00	0,0%	0,00	0,0%	0,00
Georgios Mourelatos	Member of BoD Independent Non- Executive Member	0,00	0,0%	5.894,00	100,0%	0,00	0,0%	0,00	0,0%	5.894,00
Andreas Koutoupis	Member of BoD Independent Non- Executive Member	0,00	0,0%	4.800,00	100,0%	0,00	0,0%	0,00	0,0%	4.800,00
Σύνολα		106.574,71		10.694,00		191.897,64		64.234,08		373.400,43

Comparative Table of the Total Annual Remuneration of the Members of the Board of Directors of “LOULIS MILLS S.A.” and Average Annual Gross Remuneration of Employees (except for members of BoD) for the years 2015 – 2019 (article 112 par. 2 b´ of L. 4548/2018 as in force).

YEAR	GROSS ANNUAL RENUMERATION BoD MEMBERS	YEARLY DIF (€)	YEARLY DIF (%)	GROSS AVERAGE ANNUAL RENUMERATION ON NON- EXECUTIVE EMPLOYEES	YEARLY DIF (€)	YEARLY DIF (%)	ANNUAL COMPANY PERFORMANCE (EBITDA)	YEARLY DIF (€)
2019	373.400	6.286	1,7%	23.608	-342	-1,4%	9.966.240	6,1%
2018	367.114	14.764	4,2%	23.950	561	2,4%	9.390.505	-10,7%
2017	352.350	-87.334	-19,9%	23.389	-873	-3,6%	10.513.295	-4,8%
2016	439.684	101.885	30,2%	24.262	880	3,8%	11.039.252	21,9%
2015	337.799			23.382			9.055.417	

It is noted that:

- The members of the Board of Directors do not receive any type of remuneration by any other Group companies (article 112 par. 2 c´ of L. 4548/2018 as in effect).
- No stocks or stock options have been granted or offered to members of the Board of Directors (article 112 par. 2 d´ and e´ of L. 4548/2018 as in effect).
- There is no possibility for recovery of variable remunerations (article 112 par. 2 f´ of L. 4548/2018 as in effect).

- The Company is totally in compliance with to the Remuneration Policy as approved by the Ordinary General Meeting of 8-7-2019”.

The General Meeting approves, according to law and the Company’s articles of association, with votes, that is % of those present, in consultation, the remuneration report.

5. Approval of the remunerations paid to the members of the Board of Directors of the Company for their services and determination of their new remunerations

Quorum required : 1/5 of the share capital	Majority required : $\frac{1}{2} + 1$ of the represented votes
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The General Meeting approves by a vote of, ie percentage% the remunerations paid to the members of the Board of Directors of the Company for the fiscal year 1.1.2019 - 31.12.2019, in accordance with the above-mentioned Remuneration Report, and determined and preapproved their remunerations for the current fiscal year 2020 until the next Annual Ordinary General Meeting, which are in accordance with the Remuneration Policy of the Company, as approved by the Ordinary General Meeting of 8-7-2019.

6. Grant permission to members of the Board of Directors of the Company as well as to executives of the Company to participate in the Boards of Directors or in the management of other affiliated companies as those companies are defined in article 32 of Law 4308/2014.

Quorum required : 1/5 of the share capital	Majority required : $\frac{1}{2} + 1$ of the represented votes
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The General Assembly grants permission by a vote of, ie percentage%, in accordance with article 98 of Law 4548/2018, to members of the Board of Directors of the Company and to executives of the Company, in order to participate in any capacity in the Boards of Directors or in the management of the companies of the Group and of associated (under the meaning of article 32 of Law 4308/2014) companies, in order to coordinate work at the Group level.