



a Grimaldi Group company

## INVITATION

OF THE SHAREHOLDERS OF THE SOCIETE ANONYME

**“MINOAN LINES Shipping S.A.”**

to the Annual General Assembly

**Registry Number: 77083027000**

According to the resolution of the Board of Directors of the company **“MINOAN LINES Shipping S.A.”** (thereof “the Company”) with registered seat at Heraklion Crete (17, 25<sup>th</sup> August Street), dated 15 June 2021, and pursuant to L. 4548/2018, as in force, and the Articles of Association of the Company, the shareholders are invited to attend the Annual General Assembly which will be held on **Monday, 12th July 2021 at 16:00 hours**, exclusively with the participation of the Shareholders from a distance with real-time teleconference, due to special circumstances as a result of the ongoing pandemic caused by the coronavirus COVID -19, and in case a quorum is not achieved, to an adjourned meeting on Tuesday, 20th July 2021 at 16:00 hours, again exclusively from a distance with real-time teleconference, in order to discuss and resolve on the following items of the agenda:

1. Submission and approval of the Annual Consolidated Financial Statements commencing on 1<sup>st</sup> January 2020 and ending on 31<sup>st</sup> December 2020, including the relevant Annual Report of the Board of Directors and the Certified Auditors’ Report.
2. Approval of the overall management of the members of the Board of Directors and discharge of the Auditors from any liability for compensation for the operations and the Annual Consolidated Financial Statements for the aforementioned financial year of 1<sup>st</sup> January 2020 until 31<sup>st</sup> December 2020.
3. Approval of every kind of fees and remuneration paid to the members of the Board of Directors during the year 2020.
4. Election of an Audit Company for the audit, in accordance with the International Financial Reporting Standards, and for the issue of the

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Αρ.Γ.Ε.ΜΗ. 77083027000

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annual tax certificate of the financial year 2021, and determination of its fees.

5. Granting of permission according to article 98 et seq. of the L. 4548/2018 as currently in force, for the participation of the Members of the Board of Directors of the Company as well as of the Directors of the Company in the Board of Directors or the management and the bodies of other companies, affiliated or associated to the Company or companies of Grimaldi Group, as well as in the management and the bodies of companies having the same or similar purposes to those of the Company.
6. Election of a new Board of Directors consisting of seven (7) to nine (9) members with a four-year term.
7. Approval, according to article 101 par. 4 of the C.L 4548/2018 as currently in force , of:

A) The concluded purchase of the M/V vessel "CRUISE BONARIA" by the company GRIMALDI EUROMED SPA, its renaming, change of the flag and change of its name.

B) The concluded agreement of sale of the M/V vessel of the company "KNOSSOS PALACE" to the Italian Company "GRIMALDI EUROMED S.p.A" and its deletion from the Greek Registers.

C) The stores concession agreement on Cruise Bonaria vessel of the company GRIMALDI EUROMED S.p.A of Grimaldi Group from 12 June 2020.

D) The stores concession agreement on ZEUS PALACE vessel from the company GRIMALDI EUROMED S.p.A of Grimaldi Group from 18 December 2020.

## RIGHT TO PARTICIPATE

### IN THE GENERAL ASSEMBLY

Natural persons or legal entities have according to the provisions of law the right to participate and vote at the General Assembly, if they hold and can prove their status as shareholders on the day of the General Assembly, i.e.

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on 12 July 2021 or at any future date, following the adjournment or postponement of the meeting at the above date.

Against the company is considered as a shareholder the person or entity registered in the registry of shareholders that is kept in the societe anonyme "HELLENIC CENTRAL SECURITIES DEPOSITORY SA."

Shareholders, who do not comply with their abovementioned obligation, may participate in the General Assembly, unless the General Assembly decides to reject their participation for a serious reason that justifies that rejection.

#### **PROCEDURE FOR PARTICIPATION AND VOTING IN THE GENERAL DISTANCE ASSEMBLY IN REAL TIME THROUGH TELECONFERENCE:**

In order for the shareholders to participate and vote in the Annual General Assembly of July 12, 2021 or in any adjourned meeting, which will take place by distance, through the webex platform, in real time via teleconference without their physical presence, they are required to send either via e-mail to the e-mail address [kaffetzaki@minoan.gr](mailto:kaffetzaki@minoan.gr), or by mail in hardcopy at the Shareholders' Department of the Company at the address 25th of August 17 - Heraklion Crete, the fully filed relevant form, signed with an authorized signature, where they will declare their intention to participate in the proceedings of the General Meeting by teleconference at least three (3) full days before the date of its holding, ie until 08 July 2021 or 16 July 2021 in case of an adjourned meeting, stating the necessary information for their registration as voting beneficiaries and submitting any documents of their representation as defined below and a valid email address for their participation, to which email will be sent the relevant links to enter the platform. To access the electronic platform one requires a computer or mobile phone, smartphone type or tablet with an installed web browsing application and internet access. Shareholders can contact the Shareholders

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Department of the company for any questions and information via e-mail at [kaffetzaki@minoan.gr](mailto:kaffetzaki@minoan.gr) or by phone at 2810-399840 daily during working hours and days. The shareholders who will participate in the General Assembly of July 12, 2021 or in any of its adjourned meeting by teleconference, are taken into account for the formation of a quorum and majority and have the possibility:

- (a) to attend by electronic or audiovisual means the conduct of the General Assembly;
- (b) to speak and address the General Assembly orally or in writing during the General Assembly while at the same time through the internet platform they will be able to:
- (c) to vote in real time during the General Assembly on the items on the agenda; and
- (d) receive information on the registration of their vote.

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**PROCEDURE FOR THE PARTICIPATION AND EXERCICE OF THE VOTING  
RIGHT THROUGH REPRESENTATIVE**

Each shareholder participates in the General Assembly and votes, either in person or via representatives. Every shareholder may appoint up to three (3) representatives. Legal entities may participate in the General Assembly with their legal representatives or by specifically appointing up to three (3) natural persons as their representatives. A representative who acts for more than one shareholders can vote differently for each shareholder. The appointment and revocation of a representative of the shareholder shall take place in writing and the authenticity of the shareholder's signature must be duly certified, with a receipt, to the Company or sent by telefax to the number +30 2810 330308 at least three (3) days prior to the day of the meeting, that is by 08 July 2021 or by 16 July 2021, in case of an adjourned meeting. The Company will upload on its website ([www.minoan.gr](http://www.minoan.gr)) and will also make available to its shareholders, in hardcopy form, at the Shareholders' Department of the Company at the address 17, 25<sup>th</sup> August



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street – Heraklion Crete, a template authorization form for the appointment of representative.

Heraklion, 15 June 2021

By authorization of the Board of Directors

Antonios Maniadakis

Managing Director

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