

Announcement

GEK TERNA HOLDING REAL ESTATE CONSTRUCTION S.A

(hereinafter, the “Company”)

Information regarding the resolutions of the repeat Bondholders Meeting of the common bond loan of an amount of €120,000,000 of the Company (hereinafter, the “CBL 2018”)

The Company announces that on 25 November 2021 the repeat Meeting of the Bondholders of the bond loan issued pursuant to the Common Bond Loan Programme of an amount up to €120,000,000 and Agreement on Appointment of the Bondholder Agent, dated 22.03.2018 (hereinafter, “**CBL 2018 Programme**”) took place in accordance with the invitation to a Meeting of the Bondholders of the CBL 2018 dated 10.11.2021, by electronic means without the physical presence of the Bondholders.

Bondholders representing 25,998 bonds, out of 120,000 bonds in total, i.e. 21.67% of the total outstanding principal amount of the CBL 2018 at the time of the Meeting, participated in the repeat Meeting, either in person or by proxy. The sole item of the agenda was voted in favor by Bondholders representing 23,719 bonds, i.e. 91.23% of the bonds represented during the repeat Meeting. The sole item was voted against by Bondholders representing 2,279 bonds, i.e. 8.77% of the bonds represented.

In particular, the repeat Bondholders Meeting of the CBL 2018 resolved the following:

On the sole item of the agenda, the repeat Meeting approved the following amendments of the CBL 2018 Programme and authorized the Bondholder Agent to execute an amendment agreement of the CBL 2018 Programme:

- (i) Deletion of item (m) of clause 8.1 of the CBL Program 2018.
- (ii) Amendment of item (o) of clause 8.1 of the CBL Program 2018, as follows:

“Without prejudice to its obligations under Clause 8.1(n), the Issuer shall deposit the said funds in the pledged account, as soon as such funds become Excess Revenues (i.e. they are not used in accordance with paragraph (n) or collected in accordance with paragraph (p) below), if and to the extent that the amounts already deposited in the pledged account in accordance with Clause 14. 1(b) are less than the each time aggregate outstanding balance of the principal amount of the Bond Loan”.

- (iii) Amendment of Clause 14.1 of the CBL Program 2018, as follows:

“Throughout the Term of the Loan, the Issuer shall maintain on deposit in the Pledged Account DSRA funds equal to the sum of:

(a) the aggregate gross amount payable in relation to the entire Bond Loan on the next two Interest Payment Dates. Exceptionally, the aggregate gross amount payable in relation to the entire Bond Loan on the first two Interest Payment Dates shall be deposited into the Pledged Account DSRA by the Issuer within thirty (30) calendar days after the Bond Loan Issue Date; and

(b) the Excess Revenues.

In any case, the Issuer's obligation to deposit or maintain deposited funds pursuant to paragraph (b) shall cease provided the funds deposited in the Pledged Account DSRA pursuant to paragraph (b) amount to the each time aggregate outstanding balance of principal of the Bond Loan".

(iv) Amendment of Clause 9.2.3 of the CBL Program 2018, as follows:

"throughout the Term of the Loan, the Financial Obligations shall not exceed the amount of €1,100,000,000 for the remaining period up to the Maturity Date of the Bond Loan".

Athens, 25 November 2021