

PIRAEUS PORT AUTHORITY S.A.
DRAFT DECISIONS/ BoD PROPOSALS ON THE ITEMS OF THE AGENDA OF THE
ANNUAL GENERAL ASSEMBLY OF SHAREHOLDERS
OF 22nd JUNE 2018

ITEM 1: Approval of the Financial Statements of the fiscal year 2017, along with the Board of Director’s Annual Report and the Independent Auditor’s Report.

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| Required Quorum: 20% of the share capital | Required majority: 50% + 1 of the votes represented |
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By number 2/13-02-2018 resolution, the BoD submitted for approval to the General Assembly:

- the Annual Financial Statements for the fiscal year 2017,
- the Annual Report of the Board of Directors for the fiscal year 2017 including the Corporate Governance Statement and the Explanatory Report of the Board of Directors, pursuant to article 4 section 7 of Law 3556/2007, and
- The Report of Independent Auditor Marinou Despina of the audit firm “PricewaterhouseCoopers SA”, (with register number 113 of the Institute of Certified Public Accountants of Greece (SOEL)).

The Annual Financial Statements of the Company for the fiscal year 2017, the Annual Report, the Corporate Governance Statement, the Explanatory Report of the Board of Directors and the Independent Auditor’s Report have been included in the Annual Financial Report of the Company for the fiscal year 2017, and are available since 13 February 2018 on the website of PPA SA www.olp.gr and of the Athens Exchange and have been also sent to Hellenic Capital Markets Commission.

The publication of the above in Business Registry (GEMI) under Articles 43b and 7b of Law 2190/1920 will take place within twenty days of their approval by the present Ordinary General Assembly.

The General Assembly is asked to approve the Financial Statements for the fiscal year 2017, the Annual Report of the BoD and the Report of the Independent Auditor.

After voting, the General Assembly approves the Annual Financial Statements for the fiscal year 2017, the Annual Report of the Board of Directors and the Independent Auditor’s Report for the fiscal year 2017 by.....votes, i.e. by a majority of% of the votes represented in the General Assembly.

Shareholders representingvotes vote against and shareholders representingvotes abstain from the vote.

ITEM 2: Discharge of the BoD Members and the Independent Auditors from any liability for damages for the fiscal year 2017.

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| Required Quorum: 20% of the share capital | Required majority: 50% + 1 of the votes represented |
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The General Assembly is asked to approve, in accordance with article 35 of the Codified Law 2190/1920, the discharge of the members of the Board of Directors and the Independent Auditors, who audited the financial statements of the fiscal year 2017, from any liability for damages for the fiscal year 2017.

After voting, the General Assembly discharges the members of the Board of Directors and the Auditors from any liability for damages for the fiscal year 2017, by.....votes, i.e. by a majority of% of the votes represented in the General Assembly.

Shareholders representingvotes vote against and shareholders representingvotes abstain from the vote.

ITEM 3: Distribution of dividend for the fiscal year 2017.

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| Required Quorum: 20% of the share capital | Required majority: 50% + 1 of the votes represented |
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By resolution number 5/13-02-2018, the BoD proposes to the General Assembly, the distribution of dividend to the Company's Shareholders amounting to € 4.280.000,00, i.e. € 0,1712 per share.

As ex-dividend date is proposed the Thursday, 19/07/2018.

As dividend beneficiaries date (Record day) is proposed the Friday, 20/07/2018.

As commencement date of dividend payment is proposed the Thursday, 26/07/2018.

As designated bank through which the payment of dividend will be made is proposed Eurobank Ergasias S.A.

After voting, the General Assembly approves the distribution of dividend of the fiscal year 2017 as above, by.....votes, i.e. by a majority of% of the votes represented in the General Assembly.

Shareholders representingvotes vote against and shareholders representingvotes abstain from the vote.

ITEM 4: Election of Independent Auditors, for the statutory audit of the financial statements of the Company for the fiscal year 2018.

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| Required Quorum: 20% of the share capital | Required majority: 50% + 1 of the votes represented |
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By resolution number 15/23-05-2018, the BoD, following same recommendation of the Audit Committee, proposes the re-election by the General Assembly for a third consecutive year, of the audit firm "PricewaterhouseCoopers S.A" (with register number 113 of the Institute of Certified Public Accountants of Greece (SOEL)), for the statutory audit of the Company's Financial Statements for the fiscal year 2018.

After voting, the General Assembly by.....votes, i.e. by a majority of% of the votes represented in the General Assembly, re-elects the audit firm "PricewaterhouseCoopers S.A" (with register number 113 of the Institute of Certified

Public Accountants of Greece (SOEL)), for the statutory audit of the Company's Financial Statements for the fiscal year 2018.

Shareholders representingvotes vote against and shareholders representingvotes abstain from the vote.

ITEM 5: Approval of the annual compensation of the BoD members for the fiscal year 2017, pursuant to article 24, paragraph 2 of Law 2190/1920 as in force, and pre-approval of their compensation for the fiscal year 2018.

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| Required Quorum: 20% of the share capital | Required majority: 50% + 1 of the votes represented |
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The General Assembly is called:

- a) to approve, in accordance with article 24, par 2 of Law 2190/1920, the compensations of the BoD members for the fiscal year 2017, and
- b) to pre-approve, in accordance with article 24, par 2 of Law 2190/1920, the compensations of the BoD members for the fiscal year 2018.

After voting, the General Assembly:

- a) Approves, by.....votes, i.e. by a majority of% of the votes represented in the General Assembly, in accordance with article 24, par 2 of Law 2190/1920, the compensations paid during the fiscal year 2017 to the BoD members, of total gross amount € 935,053.17, as stated in the Annual Financial Statements of the fiscal year 2017 and concern in detail:
 - € 610,500.00 for BoD members total compensation (gross annual compensation of each member € 55,500.00 * 11 BoD members);
 - € 103,632.80 for social security charges (EFKA) corresponding to the BoD members compensation;
 - € 197,146.00 for total salary payments (based on employment contracts approved by the 2017 Ordinary General Assembly between the company and the members of the BoD Members FU Chengqiu, Kouvaris Ioannis, Liagkos Athanasios);
 - € 23,774.37 for ancillary benefits to BoD member Mr. FU Chengqiu.

Shareholders representingvotes vote against and shareholders representingvotes abstain from the vote.

- b) Pre-approves, by.....votes, i.e. by a majority of% of the votes represented in the General Assembly, in accordance with article 24, par 2 of Law 2190/1920:
 - an annual gross compensation of € 40,000 for each BoD member for the fiscal year 2018, reduced by € 15,500.00 compared to 2017, following the respective proposal of the Company's BoD;
 - payment of social security charges (EFKA) corresponding to BoD members compensation for the year 2018;
 - total salary payment (based on employment contracts between the company and the BoD members FU Chengqiu and Liagkos Athanasios), of € 150,500.00;
 - ancillary benefits for BoD member Mr. FU Chengqiu at the same level as 2017.

Shareholders representingvotes vote against and shareholders representingvotes abstain from the vote.