

INVITATION
(according to article 121 paragraph 4 of Law 4548/2018)

Of the shareholders of the Société Anonyme legal entity named "PROFILE SOCIETE
COMMERCIAL AND INDUSTRIAL INFORMATICS SOCIETE ANONYME"

With the distinctive name "PROFILE SYSTEMS & SOFTWARE S.A.",

To the Annual General Shareholders Meeting

General Commercial Registry 122141660000

In accordance with the provisions of the law and the Company's Articles of Association, the Board of Directors of the company "PROFILE SOCIETE COMMERCIAL AND INDUSTRIAL INFORMATICS SOCIETE ANONYME" with the distinctive name "PROFILE SYSTEMS & SOFTWARE S.A.", (called henceforth "**the Company**"), invites the Shareholders of the Company to the Annual General Meeting to be held at **12:30 on Wednesday 08 May 2019** at the company's premises located in Nea Smyrni, Attica (199, Syngrou Avenue) to discuss and take decisions on the following agenda:

Agenda of the Annual General Shareholders Meeting

Topic 1: Submission and approval of the Separate and Consolidated financial statements for the fiscal year 2018 (01.01.2018-31.12.2018) as well as the Annual Report for the same period.

Topic 2: Submission and approval of the Annual Report of the Board of Directors and of the relevant independent auditor reports of the Separate and Consolidated financial statements for the fiscal year 2018 (01.01.2018-31.12.2018).

Topic 3: Approval of the appropriation of the results for the financial year 2018 (01.01.2018 - 31.12.2018) and approval of non-distribution of dividend of the aforementioned accounting period.

Topic 4: Discharge of the Members of the Board of Directors and of the Statutory Auditor from any relevant liability or compensation deriving from the exercise of their duties during fiscal year 2018 (01.01.2018-31.12.2018).

Topic 5: Election of one (1) Regular and one (1) Substitute Statutory Auditor, members of the Body of Chartered Auditors Accountants, for the audit of the annual and 6m period financial statements (Separate and Consolidated) of the fiscal year 2019 (01.01.2019-31.12.2019) and determination of their fees.

Topic 6: Approval of the compensation of the members of the Board of Directors and preapproval of their compensation for 2019.

Topic 7: Consent to the Members of the Board and Senior Executives of the Company to perform actions that are part of the company's business objectives and to participate in other companies, which are related to the Company according to article 98 paragraph 1 of Law 4548/2018.

Topic 8: Increase the Company's share capital by 590,609.65 € by a capitalization of the same amount of the following reserves: (a) special tax reserve under article 22 of Law 1828/1989, amount of 374,155.64 €, (b) special tax reserve under article 2 of Law 3220/2004, amount of

58,500.00 € and (c) Share premium, amount of 157,954.01 € by an increase of the nominal value of each common share issued by the company by 0.05 € (from 0.47 € to 0.52 €)

Topic 9: Decrease of the share capital of the company by the amount of 590,609.65 € by a decrease of the nominal value of each common share issued by the company by 0.05 Euros (from 0.52 € to 0.47 €) and return – payment of the respective amount to the Company's shareholders.

Topic 10: Amendment of article 5 of the Company's Articles of Association.

Topic 11: Provision of all necessary authorizations (proxy) to the Board of Directors of the Company to perform the above decisions about increase and decrease of the company's share capital.

Topic 12: Adaptation of the Company's articles of association to the provisions of Law 4548/2018, as it is in force according to article 183 of this law.

Topic 13: Various announcements.

In the event that the quorum required by law is not achieved for the above agenda, the Board of Directors hereby invites the Shareholders of the Company to a 1st Repeat General Meeting on **Wednesday 22 May 2019 at 12:30** at the same venue with the same agenda, according to article 130 paragraph 2 of Law 4548/2018 . It should be noted that the provisional Repeated Annual General Shareholders Meeting will be officially announced with a new invitation.

According to articles 121 paragraph 4, 124 and 128 of Law 4548/2018 as it is in force until today, the company informs the shareholders the following:

A. PARTICIPATION AND VOTING RIGHT

Each ordinary share is entitled to one (1) vote. Any person appearing as a shareholder of the Company in the registry of the Dematerialized Securities System ("DSS") managed by the Athens Stock Exchange (ATHEX) has the right to participate in the Annual General Meeting. Proof of qualification should exist on **03.05.2019 ("Record Date")**, that is on the start of the fifth (5TH) day prior to the Annual General Meeting of 08.05.2019. Verification of the shareholder status can be provided in any legal way and based on information obtained through the direct electronic link of the Company with the Dematerialized Securities System ("DSS"), if it provides registry services or through the participating and registered intermediaries in the Central Securities Depositories ("CSD") in any other case.

Only those who qualify as shareholders on the Record Date are entitled to participate and vote in the Annual General Meeting.

For the Repeat General Meeting, shareholders status should be valid on **03.05.2019 (registration deadline for the Repeatable Annual General Meeting)** which is the fifth (5th) day

prior to the Annual General Meeting which is on 08.05.2019 according to article 124 paragraph 6 of Law 4548/2018 as it is in force today.

The exercise of the above rights (participation and vote) does not entail pledging of shares or any other similar process, restricting the possibility of sale and transfer of shares during the period between the record date and the Annual General Meeting.

B. SHAREHOLDERS MINORITY RIGHTS

- (a) At the request of shareholders representing 1/20 of the paid-up share capital, the Board of Directors of the Company is obliged to include in the General Meeting Agenda additional items, provided that the relevant request is communicated to the Board by **23.04.2019 which is at least fifteen (15) days before the General Meeting.**

The request for an additional item on the agenda must be accompanied by a justification or a draft resolution to be adopted in the General Meeting and the revised agenda is made available in the same manner as the initial agenda on **25.04.2019 which is thirteen (13) days before the General Meeting** and at the same time, it is made available to the shareholders on the Company's website, together with the justification or the draft resolution that had been submitted by the shareholders in line with article 123 paragraph 4 of Law 4548/2018.

- (b) At the request of shareholders representing 1/20 of the paid-up share capital, the Board of Directors of the Company makes available to shareholders according to the article 123 paragraph 3 of the Law 4548/2018 no later than **02.05.2019 which is six (6) days prior to date of the General Meeting**, the draft resolutions for the items included in the initial or revised agenda, if the relevant request is communicated to the Board of Directors by **01.05.2019 which is seven (7) days before the General Meeting**

- (c) Following a request of any shareholder submitted to the Company by **02.05.2019 that is at least five (5) full days before the date of the General Meeting**, the Board of Directors is obliged to provide to the General Meeting the requested specific information on the Company's affairs, to the extent that this information is useful for the actual assessment of the items on the agenda. The Board of Directors may refuse to provide such information on reasonable grounds that the respective information is available online (on the Company's website) especially in the form of FAQ. In addition, at the request of shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors of the Company is obliged to provide to the General Meeting information on the amount that has been paid to every member of the Board of Directors or the Company's Directors as well as any other benefit may have been given to these persons for whatever reason or contract with them, over the past 2 years.

The Board of Directors may refuse to provide such information on reasonable grounds which must be recorded in the minutes.

- (d) Following a request of shareholders representing 1/10 of the paid-up share capital, submitted to the Company by **02.05.2019, that is at least five (5) full days before the General Meeting**, the Board of Directors of the Company is obliged to provide to the General Meeting information on the course of the corporate affairs and the state of the

Company's assets. The Board of Directors may refuse to provide such information on reasonable grounds which must be recorded in the minutes.

- (e) At the request of shareholders representing 1/20 of the paid-up share capital, the voting on any topic or topics of the agenda could be performed with open vote.

In all the above-mentioned cases, the requesting shareholders must provide proof of their status as shareholders and, with the exception of the first section of paragraph 6 of article 141 of Law 4548/2018, the number of shares they hold, at the time of exercise of the relevant right. Verification of the shareholder status can be provided in any legal way and based on information obtained through the direct electronic link of the Company with the Dematerialized Securities System ("DSS"), if it provides registry services or through the participating and registered intermediaries in the Central Securities Depositories ("CSD") in any other case.

C. PROCEDURE FOR VOTING BY PROXY

Shareholders may participate in the General Meeting and may either vote in person or by proxy holders. Each shareholder may appoint up to three (3) proxy holders. Legal entities may participate in the General Meeting by appointing up to three (3) individuals as proxy holders. However, if a shareholder has shares of the Company held in more than one securities account, the above limitation shall not prevent the shareholder from appointing a separate proxy holder for each of the securities account, where shares are held. A proxy holder, acting on behalf of several shareholders, may cast votes differently in respect of shares held by each shareholder represented

The proxy holder is obliged to disclose to the Company, before the commencement of the General Meeting, any event which might be useful to the shareholders in assessing the risk of the proxy holder pursuing any interest other than the interest of the represented shareholder. A conflict of interest within this context may in particular arise where the proxy holder:

- (a) is a controlling shareholder of the Company, or is another entity controlled by such shareholder;
- (b) Is a member of the Board of Directors or of the management of the Company, or of a controlling shareholder or another entity controlled by the controlling shareholder;
- (c) is an employee or an auditor of the Company, or of a controlling shareholder or an entity controlled by such shareholder;
- (d) is a spouse or relative (1st degree) with an individual referred to in points (a) to(c).

The appointment and the revocation of the appointment of a proxy holder shall be made in writing and shall be served to the Company following the same procedure, at least forty-eight (48) hours prior the General Meeting.

The proxy form will be available to the shareholders in electronic form on the website of the Company (www.profile.gr). These forms completed and signed by the shareholder must be submitted to the Company's Shareholders Registry Department: 199, Syngrou Avenue, Nea Smyrni, Athens or is sent by fax to +30 210 9301222, at least forty-eight (48) hours prior to the General Meeting.

The shareholders are requested to verify the successful dispatch of the form and receipt thereof by the Company. The entitled shareholder is required to ensure the successful submission of the form of the representative to the company by calling during working days and hours on the phone number +30 210 9301200.

D. AVAILABLE DOCUMENTS

The draft resolutions of each item of the agenda and the related documents as described in article 123 paragraph 4 of Law 4548/2018 are available in hardcopy at the company's premises (199, Syngrou Avenue, Nea Smyrni Athens Attica)

E. AVAILABLE INFORMATION

Information of paragraphs 3 and 4 of article 123 of Law 4548/2018 are available in electronic form on the Company's website www.profile.gr.

Nea Smyrni, Athens, 10 April 2019
The Board of Directors