

NIREUS AQUACULTURE S.A.
REGISTERED OFFICE: Koropi, Attika
COMPANY'S No. IN THE GENERAL REGISTRY 7852901000
(Previous REG No.: 16399/06/B/88/18)
INVITATION
TO EXTRAORDINARY MEETING OF SHAREHOLDERS

In compliance with the Law and the Company's Articles of Association and following a decision of the Board of Directors, NIREUS AQUACULTURE SA invites its shareholders to an Extraordinary General Meeting. The meeting will take place on Monday, December 7, 2015, at 15:00 p.m. at the company's headquarters, 1st km Leof. KoropiouVaris, 19400 Koropi, Attica and will have the following agenda:

Agenda

1. Approval of the 29.10.2015 Draft Merger Agreement by absorption of SEAFARM IONIAN SA by NIREUS AQUACULTURE SA, the relevant reports of the BoD to the General Assembly, according to article 69 par 4 of CL 2190/1920 and dated 29.10.2015, as well according to article 4.1.4.1.3 of the Athex Rulebook and dated 5.11.2015, and the Report of Auditor KPMG for the book value of the assets of the absorbed company for the valuation of merged companies according to article 289 of Athex Rulebook.
2. Approval of the merger of NIREUS AQUACULTURE SA and SEAFARM IONIAN SA with absorption of the latter by the former according to the provisions of articles 69-77a of CL 2190/1920 and articles 1-5 of L 2166/1993.
3. Increase of the share capital of the Company with the issuance of new shares due to the merger with the corresponding amendments of article 5 of the Articles of the Association and as specified in the Draft Merger Agreement.
4. Appointment of the Company representative to sign the notarial deed of the merger between the Company and the absorbed company SEAFARM IONIAN SA, as well as any other legal document or statement, and also to conduct all necessary actions for the completion of merger of the aforementioned companies.
5. Grant authorization to the Board of Directors of the Company to complete all matters relating to the granting of permits and approvals from the Hellenic Capital Markets Commission and the Athens Exchange, the preparation and publication of the Prospectus for the merger by absorption with SEAFARM IONIAN, the listing and commencement of trading of the new shares resulting from the merger, and all other related matters.
6. Amendment of the terms of the 18.09.2015 Issuance Program for the Convertible Bond Loan issued and Coverage Agreement of the amount of € 29.466.293 issued by the Company, appointment of Payment Manager and Bondholders Representative, and granting of approval to the Board of Directors to negotiate, accept and amend the terms of the aforementioned Loan at their sole discretion, except its amount and type.
7. Approval of contractual agreements as per article 23a, paragraph 2 of CL 2190/1920 (including the Agreement for the Pledge of Assets, the Provision of Collaterals and the Factoring of Receivables between the Company and National Bank of Greece).
8. Sundry decisions and announcements.

In case of lack of quorum and pursuant to the provisions of the law and in order to decide upon any of the aforementioned items, the 1st Repeated General Meeting will be held on Friday, December 18 2015 at 15.00 p.m. at the same place and if no such quorum is achieved again, the 2nd Repeated General Meeting will be held on Tuesday, December 29 2015 at 15.00 p.m. at the same place. New invitations will not be published.

A. VOTING RIGHTS AND PARTICIPATION PROCEDURE

Eligible to participate in the Annual General Meeting of the company's Shareholders to be held on 7.12.2015 is any Shareholder who is registered as such with the registry of the Dematerialized Securities System managed by Hellenic Exchanges S.A. ("HELEX"). Proof of

shareholder status on the Record Date should be obtained through a relevant written certification from HELEX or alternatively through the direct electronic link-up of the Company with the records of HELEX. Shareholder's status should exist on 2.12.2015 (Record Date), i.e. at the beginning of the fifth (5th) day before the date of the Annual General Meeting, while the relevant written certification or electronic proof should be submitted to the Company by 4.12.2015 at the latest, i.e. on the third (3rd) day before the date of the General Meeting.

For the 1st Repeated General Meeting, to be held on 18.12.2015, shareholder's status must exist on 14.12.2015 (Record Date), i.e. at the beginning of the 4th day before the date of the 1st Repeated General Meeting, while the relevant written certification or electronic proof should be submitted to the Company by 15.12.2015 at the latest, i.e. on the third (3rd) day before the date of the General Meeting.

For the 2nd Repeated General Meeting, to be held on 29.12.2015, shareholder's status must exist on 25.12.2015 (Record Date), i.e. at the beginning of the 4th day before the date of the 2nd Repeated General Meeting, while the relevant written certification or electronic proof should be submitted to the Company by 26.12.2015 at the latest, i.e. on the third (3rd) day before the date of the General Meeting.

Only the shareholders that have shareholder status on the relevant record date have the right to participate and vote in the General Meeting.

Any shareholder who is not in compliance with the provisions of article 28a of C.L.2190/1920 may participate in the General Meeting only after the Meeting has provided relevant authorization. The exercise of the above rights does not require shareholders to block their shares or comply with any other relevant procedures, which limit the ability to sell or transfer their shares in the time period between the record date and the date of the General Meeting.

The possibility of participation in the General meeting electronically without the physical presence of the shareholder or the possibility of distance voting is not yet available.

B. MINORITY RIGHTS

(a) At the request of Shareholders representing 1/20 of the paid-up share capital, the Board of Directors shall be obliged to include additional items to the agenda of the General Meeting, provided that the relevant request is received by the Board of Directors within at least 15 days prior to the General Meeting, i.e. by 22.11.2015. That request to have additional items included in the agenda shall be accompanied by the reasons for such inclusion or a draft decision for approval by the General Meeting and the revised agenda shall be published in the same manner as for the previous agenda, 13 days before the date of the General Meeting, i.e. by 24.11.2015 and shall also be made simultaneously available to Shareholders at the Company's website, along with the reasoning or draft decision submitted by the Shareholders, according to the provisions of article 27 par.3 of C.L. 2190/1920.

(b) At the request of Shareholders representing 1/20 of the paid-up share capital, at least 6 days before the date of the General Meeting, i.e. at the latest by 1.12.2015, the Board of Directors is obliged to provide Shareholders, according to article 27, par.3 of Codified Law 2190/20, with drafts of decisions on the items, which have been included in the initial or revised agenda, if a request to that effect is received by the Board of Directors at least 7 days before the date of the General Meeting, i.e. latest by 30.11.2015.

(c) Following a request submitted by any Shareholder to the Company within at least 5 full days prior to the General Meeting of 7.12.2015, i.e. at the latest by 1.12.2015, the Board of Directors shall be obliged to provide the General Meeting with the requested specific information on the Company's business affairs, to the extent that it may be useful for the actual assessment of the items on the agenda.

The Board of Directors may decline the provision of the information requested for a very significant reason which is mentioned in the minutes. The Board of Directors may provide a single response to shareholders' requests with the same content. The obligation to provide information does not apply in the event that the information requested is already available at the Company's website, especially in the form of questions and answers.

(d) Following a request by shareholders representing one twentieth (1/20) of the paid-up share capital, the Board of Directors must announce to the General Meeting, the amounts which during the last two years were paid to each member of the Board of Directors or the managers of the company, as well as any benefit to these persons for any reason or any contract between them and the company. The Board of Directors may decline to provide information if a very significant reason exists which must be mentioned in the minutes. Such reason may be, depending on the case, the representation of the requesting shareholders in the Board of Directors according to par. 3 or 6 of article 18 of C.L. 2190/1920.

(e) At the request of Shareholders representing 1/5 of the paid-up share capital, which shall be submitted to the Company at least 5 full days prior to the General Meeting of 7.12.2015, i.e. at the latest by 1.12.2015, the Board of Directors shall be obliged to provide the General Meeting with information on the course of corporate affairs and the state of the Company's assets. The Board of Directors may decline the provision of the information requested for a very significant reason which is mentioned in the minutes.

Respective time-limits for the exercise of minority rights are applicable in case of Repeated General Meetings.

In all the above cases where the respective rights are exercised, the applicant shareholders are obliged to demonstrate their status as shareholders, as well as the number of shares they hold, at the time of the exercise of their right. The shareholder's status shall be certified by means of the online connection between HELEX and the Company.

C. VOTING BY PROXY

Shareholders, holders of common shares who are eligible to attend the General Meetings may vote either in person or through a proxy. Each shareholder may appoint up to 3 proxies. Legal entities may participate in the General Meeting by appointing up to 3 natural persons as their representatives.

If a Shareholder holds shares that are held in more than one securities account, the Shareholder may appoint different proxies for the shares that are held in each securities account.

A proxy who acts for more than one Shareholder may vote differently on behalf of each Shareholder.

The proxy is obliged to disclose to the Company before the commencement of the General Meeting any specific fact that would be useful to Shareholders in order to determine whether there is a risk of the proxy serving interests other than the Shareholder's interests. Within the context of this paragraph, conflict of interest may arise in cases where the proxy: a) is a controlling shareholder of the Company or is another legal entity or entity controlled by that shareholder; b) is a member of the Board of Directors or of the management team of the Company or of a shareholder controlling the Company, or of another legal person or entity controlled by a shareholder controlling the Company; c) is an employee or certified public accountant of the Company or of a shareholder controlling the Company, or of another legal person or entity controlled by a shareholder controlling the Company; d) is the spouse or a first-degree relative of one of the natural persons referred in cases a to c.

The provision of proxy or its cancellation should be submitted to the Company within at least three (3) days prior to the General Meeting.

The form for the appointment of proxy is available at the Company's website www.nireus.gr and at the Company's Head offices (tel +210-6698335). The proxy form should be submitted, completed and signed, to the Company's Head offices, 1st km Leof. Koropiou Varis, 19400

Koropi, Attica or sent by fax to +210-6626804 to the attention of Mrs. Kotsovou, at least three (3) days prior to the General Meeting. Senders are kindly requested to verify the successful receipt of the proxy by the Company by calling the number +210-6698335. The possibility of participation in the General meeting electronically without the physical presence of the shareholder or the possibility of distance voting is not yet available.

D. AVAILABLE DOCUMENTS AND INFORMATION

The present invitation, the draft resolutions proposed by the Board of Directors, the proxy form and any other information of article 27, section 3 of the Codified Law 2190/1920, including shareholders' rights, are available at the Company's website www.nireus.com

E. ANNOUNCEMENT FOR THE TOTAL AMOUNT OF SHARES AND VOTING RIGHTS

The company under the name "NIREUS AQUACULTURE SA" and the distinctive title "NIREUS SA", announces that on 16.11.2015, the date of the publication of the Invitation to the Annual Ordinary Shareholders Meeting, which will be held on 07.12.2015, to the Listed Companies Press Releases of the Athens Exchange S.A., the company's share capital consists of 63.697.153 ordinary registered shares with equal voting rights, from which 22.390 are treasury shares.

It is noted that after the resolution of the General Meeting of the Company that convened on 04.05.2015 and the coverage of the share capital increase that took place on 02.10.2015 the Company's share capital consists of 259.030.486 shares, but the new shares (195.333.333) have not yet been credited to the accounts of the shareholders in the DSS.

KOROPI, 16.11.2015
THE BOARD OF DIRECTORS