

**NIREUS AQUACULTURE S.A.**  
**REGISTERED OFFICE: KOROPI ATTICA**  
**COMPANY'S No IN THE GENERAL COMMERCIAL REGISTRY 7852901000**  
**(Previous REG No 16399/06/B/88/18)**

**Invitation to General Meeting of Bondholders**

"BANK EUROBANK ERGASIAS SA", Bondholders Representative for the Convertible Bond Loan with initial capital amount euro 19.995.575,10 issued by the company under the name "**NIREUS AQUACULTURE SA**" and the distinctive title "**NIREUS SA**" (the "Issuer") invites bondholders of the aforementioned bond to a General Meeting of Bondholders to be held on Tuesday, **October 13, 2015**, at 12:00 noon at the company's headquarters, 1st km Koropiou Varis Ave., 19400 Koropi, Attica to discuss and decide on the following items:

**Agenda**

1. Update on the fulfillment of the conditions decided by Bondholders Meeting of 04.05.2015 (item 5 of the Agenda) for implementation of this decision and the signing of the required contractual documents.
2. Approval to further amend the terms of the euro 19.995.575,10 Convertible Bond Loan issued on 12/7/2007, pursuant to the resolution of the 1st Repeat Extraordinary General Meeting of the Shareholders that convened on 11/4/2007, and as currently amended (the "Loan") following the decisions of the Bondholders Meeting of 04.05.2015 and in the framework of the Memorandum of Restructuring of 24.03.2015 and in particular approval to amend the following terms of the Bond Loan:
  - (i) Amendment of Loan Term 1, "Capital – Bonds"
  - (ii) Amendment of Loan Term 2, "Repayment – Bond Maturity"
  - (iii) Amendment of Loan Term 3, "Prepayment Rights – Acquisition of Treasury Bonds by the Issuer – Declarations of Assurance by the Issuer"
  - (iv) Amendment of Loan Term 4, "Termination"
  - (v) Repeal of Loan Term 5, "Interest – Rate of Interest"
  - (vi) Amendment of Terms 6.2.1 and 6.4, indicatively as to the reference for the obligation to pay interest and repeal of Term 6.2.1.1 since it refers to the terms of interest payment.
  - (vii) Amendment of Loan Term 8 "Conversion" indicatively as to the Conversion Price and Ratio, the conversion exercise time and the method to adjust the Conversion Price and Ratio of par. 5 of this Term.
  - (viii) Repeal of Term 9.3 as per the obligation to pay overdue interest on late payments, following the repeal of the obligation to pay interest.
  - (ix) Amendment of Loan Term 10, "Bondholders Meeting – Bondholders Representative" and particularly par. 6 in order to be consistent with current legislation.
  - (x) Amendment of Loan Term 13, "Issuer's Obligations"
  - (xi) Amendment of Loan Term 14, "Special Term" which relates to the amount payable by the Issuer in the event of Prepayment
  - (xii) Amendment of other Loan terms to the extent they are affected by the amendments of its foregoing terms.
3. Sundry items related to the implementation of the above.

Bondholders, whose bonds have been dematerialized and their representatives who wish to participate in the General Meeting must submit to the Representative of Bondholders BANK EUROBANK ERGASIAS S.A. (Company's No in the General Commercial Registry 000223001000), Shareholders' Registry, Pasmazoglou 2-6, 6<sup>th</sup> floor, 10175, Athens (to the attention of Mrs. Mary Dougekou tel +30 210 37 04 040) two (2) full days (until **9/10/2015**), prior to the Meeting the certificate of deposit at the DDS (which will prove, inter alia, their Bondholder status before the opening of the market) together with any

representation documents according to the provisions of clause 10.9 of the Convertible Bond Loan.

Bondholders, whose bonds have not been dematerialized yet and their representatives who wish to participate in the General Assembly must submit to the Representative of Bondholders (mentioned above) two (2) full days (until **9/10/2015**), prior to the Meeting their titles together with any representation documents according to the provisions of clause 10.9 of the Convertible Bond Loan.

Every bondholder (person or legal entity) may nominate up to three (3) representatives (persons).

The exercise of voting rights is not allowed by mail or electronic means.

In case of lack of quorum (according to the Terms of the Loan) to decide upon the agenda, Bondholders are invited to the 1st Repeat General Meeting to be held on Monday, **26/10/2015**, at 12.00 noon at the same place and if no such quorum is achieved again, to the 2nd Repeat General Meeting to be held on Monday, **09/11/2015**, at 12.00 noon at the same place. The same obligation to submit the documents required for the General Meeting, the number of representatives and the manner for the exercise of voting rights applies to the Repeat General Meetings.

Athens, **02/10/2015**

**The Bondholders Representative**

EUROBANK ERGASIAS S.A.