

Draft Resolutions
of the Annual General Meeting of the Shareholders
of the Corporation (Société Anonyme Company)
METAL CONSTRUCTIONS OF GREECE S.A. (METKA S.A.)
Corporations Register No. (APMAE): 1035/06/B/86/113
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Item 1: Submission and approval of the Individual and Consolidated Annual Financial Statements for the accounting period from 01.01.2012 to 31.12.2012, of the relevant Board of Directors' and Independent Auditor's reports, and of the Statement of Corporate Governance in accordance with article 43(a) par. 3 item (d) of Codified Law (C.L.) 2190/1920.

The Chairman of the General Meeting read to the Shareholders the annual financial statements, as approved by the Company's Board of Directors in its meeting of 26 March 2013, which in accordance with the law were posted on the Company's website at www.metka.gr and published, together with the Auditor's Report, in the Government Gazette (Ministry of Development Notice of Registration K2-2010/29.03.13 and Duplicate Receipt 5775/28.03.13). The Chairman of the General Meeting then read to the Shareholders the Board of Directors' Report to the Annual General Meeting on the Annual Financial Statements as at 31 December 2012, as entered in the minutes of the Board of Directors' meeting of 26 March 2013, the Report (Certificate) of the Certified Auditor-Accountant of 26.03.2013, and the Certificate of Corporate Governance in accordance with article 43(a) par. 3 item (d) of C.L. 2190/1920.

In concluding the presentation of the Individual and Consolidated Annual Financial Statements for the accounting period from 01.01.2012 to 31.12.2012, of the relevant Board of Directors' and Auditor's Reports, and of the Certificate of Corporate Governance in accordance with article 43(a) par. 3 item (d) of C.L. 2190/1920, the Chairman presented a motion for their approval by the General Meeting.

Following a vote taken in conformity with the law, the General Meeting resolved, by a majority of represented shares and votes for, with represented shares abstaining from the vote, i.e. by a majority of% of the shares represented, to approve the Individual and Consolidated Annual Financial Statements,

the Board of Directors' and Auditor's Reports, and the Certificate of Corporate Governance in accordance with article 43(a) par. 3 item (d) of C.L. 2190/1920.

Item 2: Approval of the appropriation of the results of the accounting period from 01.01.2012 to 31.12.2013.

The Chairman presented a recommendation for the distribution of a dividend in the sum of twenty-five Eurocents (€0.25) per share.

Following a vote taken in conformity with the law, the General Meeting resolved, by a majority of represented shares and votes for, with represented shares abstaining from the vote, i.e. by a majority of% of the shares represented, to adopt the recommendation for the distribution of a dividend in the sum of twenty-five Eurocents (€0.25) per share which, after deduction of tax at 25%, results in a net payable dividend per share of €0.1875.

The Chairman then announced that the cut-off date for the dividend coupon shall be 12.05.2013 and the procedure for payment of the dividend to the beneficiaries shall commence on 20.05.2013.

Item 3: Release of the Members of the Board of Directors and of the Company's Independent Auditors from any liability for damages in connection with the management of the accounting period ended on 31.12.2012.

The Chairman invited the General Meeting to approve the management of the accounting period ended on 31.12.2012 and to release the Members of the Board of Directors and the Auditors from any related liability for damages.

Following this, and after a vote taken in conformity with the law, the General Meeting resolved, by a majority of represented shares and votes for, with represented shares abstaining from the vote, i.e. by a majority of% of the shares represented, to approve the management of the accounting period from 1.1.2012 to 31.12.2012 and to release of the Members of the Board of Directors and of the Company's Auditors from any liability for damages in connection with the management of the accounting period ended on 31.12.2012.

Item 4: Election of regular and alternate Independent Auditors for auditing the financial statements of the current accounting period in accordance with the

IAS and for issuing the corresponding annual tax certificate, as provided for by article 82 par. 5 of Law 2238/1994, and determination of their fee.

The Chairman presented a motion for the assignment of the audit of the accounting period from 01.01.2013 to 31.12.2013 to the Auditing Firm GRANT THORNTON S.A., having its registered office in Paleo Faliro (56 Zefyrou Street) and registered with the Special Register of article 13 par. 5 of Presidential Decree (P.D.) 226/1992 under SOEL Reg. No. 127. The said Auditing Firm shall also issue the respective annual tax certificate, as provided for by article 82 par. 5 of Law 2238/1994.

The Chairman also presented a motion for the General Meeting to authorise the Board of Directors to proceed to a final agreement with the Auditing Firm regarding the latter's fee for the audit assigned to it for the current accounting period, which in any case shall not exceed the amount of eighty thousand nine hundred and sixty Euro (€80,960) exclusive of VAT and expenses, in accordance with the relevant offer which the above firm has submitted to the Company, and to also send to the selected auditing firm the relevant written notification-instruction within five (5) days from that date of its election.

Following a vote taken in conformity with the law, the General Meeting resolved, by a majority of represented shares and votes for, with represented shares abstaining from the vote, i.e. by a majority of% of the shares represented, to assign the Company's regular audit for the current accounting period to the Auditing Firm GRANT THORNTON S.A., having its registered office in Paleo Faliro (56 Zefyrou Street) and registered with the Special Register of article 13 par. 5 of Presidential Decree (P.D.) 226/1992 under SOEL Reg. No. 127. The said Auditing Firm shall also issue the respective annual tax certificate, as provided for by article 82 par. 5 of Law 2238/1994. The General Meeting also authorised the Board of Directors to proceed to a final agreement with the Auditing Firm regarding the latter's fee for the audit assigned to it for the current accounting period, which in any case shall not exceed the amount of eighty thousand nine hundred and sixty Euro (€80,960) exclusive of VAT and expenses, in accordance with the relevant offer which the above firm has submitted to the Company, and to also send to the selected auditing firm the relevant written notification-instruction within five (5) days from that date of its election.

Item 5: Approval of the fees of the members of the Company's Board of Directors for the accounting period from 01.01.2012 to 31.12.2012, and pre-approval of their fees for the current accounting period.

The Chairman initially informed the General Meeting that the fees of the members are distinguished between those paid to Executive and those paid to Non-Executive members and also include employment under labour contracts, in accordance with the relevant provision of article 23(a) and article 24 of C.L. 2190/1920; and that, especially in what regards Non-Executive members, any fee already paid or due for payment for the current accounting period in accordance with the relevant provisions of the Law on Corporate Governance is commensurate with the time contributed by the members for the meetings of the Board of Directors and for discharging the duties assigned to them. The Chairman then presented a motion for formal approval by the General Meeting of the payment of the fees which had been pre-approved by last year's General Meeting as per the above distinctions to the members of the Board of Directors for the accounting period from 01.01.2012 to 31.12.2012, which stood at a total of two million five hundred and seventy-nine thousand two hundred and seventy-four Euro and forty eight cents (€2,579,274.48) gross or one million six hundred and forty-five thousand five hundred and seventy-seven Euro and eleven cents (€1,645,577.11) net.

Following a vote taken in conformity with the law, the General Meeting approved, by a majority of represented shares and votes for, with represented shares abstaining from the vote, i.e. by a majority of% of the shares represented, approved the fees paid to the members of the Company's Board of Directors during the previous accounting period ended on 31 December 2012 for services provided to the Company.

The Chairman then recommended that no increase of the fees of the members of the Company's Board of Directors in addition to the fees paid for last year, be approved for the current accounting period from 01.01.2013 to 31.12.2013, i.e. the payment of a proposed total amount up to two million five hundred and seventy-nine thousand two hundred and seventy-four Euro and forty eight cents (€2,579,274.48) gross or one million six hundred and forty-five thousand five hundred and seventy-seven Euro and eleven cents (€1,645,577.11) net.

Following a vote taken in conformity with the law, the General Meeting approved, by a majority of represented shares and votes for, with represented shares abstaining from the vote, i.e. by a majority of% of the shares represented, the payment to the members of the Company's Board of Directors of the Company, for the accounting period from 01.01.2013 to 31.12.2013, of fees up to two million five hundred and seventy-nine thousand two hundred and seventy-four Euro and forty eight cents (€2,579,274.48) gross or one million six hundred and forty-five thousand five hundred and seventy-seven Euro and eleven cents (€1,645,577.11) net.

Item 6: Miscellaneous items – Announcements concerning the course of affairs of the Company and of its subsidiaries and affiliates.

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